



BHATIA COLOUR CHEM LIMITED

CIN: L24290GJ2021PLC127878

Regd Office: Plot No. A/2/12, Road No. 1, Udhana Udyog Nagar Sangh
Udhna Surat 394210

Mob No.9104294564 Email Id: cs@bccindia.com Weblink: www.bccl.info

Date: November 29, 2024

To,
BSE LIMITED
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400 001.

Scrip ID/ Code/ISIN : BCCL / 543497 / INE0KQ001017
Subject : Corrigendum to the Notice of Extraordinary General Meeting
Reference No. : Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/ Madam,

With reference to the captioned subject, We Bhatia Colour Chem Limited (the Company) are enclosing herewith the Corrigendum to the Notice of Extraordinary General Meeting (EGM) of the Members of the Company, scheduled to be held on Wednesday, December 04, 2024 at 01:00 P.M., at the Registered Office. The corrigendum to the Notice of EGM is issued to exhibit the following changes:

1. The company will provide the details of the Ultimate Beneficial Owner (UBO) of Innocent Tradelink Private Limited (Proposed allottee).
2. It has come to the knowledge of the company that two of the proposed allottees Mr. Chetan Kumar Aggarwal and Mr. Dilip Kumar Madanlal Sanklecha, whose names are mentioned in the list of allottees, had bought shares during the relevant pricing period are part of the pre-preferential holding. Hence, the pre preferential holding of the allottees has been updated.
3. The company will provide the details of the Registered Valuer who has carried out the valuation of equity shares.
4. There is a change in name Upasana C Sardar, a proposed allottee, her name as per PAN is Upasana Dhoot. So, it has been updated.

This Corrigendum to the EGM Notice shall form an integral part of the EGM Notice, which has already been circulated to the Shareholders of the Company on November 11, 2024, and on and from the date hereof, the EGM Notice shall always be read in conjunction with this Corrigendum.

Accordingly, all concerned shareholders are requested to take note of the above changes. All other contents of the EGM Notice, save and except as modified or supplemented by this Corrigendum, shall remain unchanged.

Corrigendum to the EGM Notice shall also be available on the website of the Company at www.bccl.info and stock exchange at www.bseindia.com.

**For and on behalf of the Board of Directors
BHATIA COLOUR CHEM LIMITED**

Vishwa Ronak Patel
Company Secretary

Registered Office: Plot No. A/2/12, Road No. 1,
Udhana Udyog Nagar Sangh Udhna, Surat, Gujarat,
India, 394210

CIN: L24290GJ2021PLC127878

Website: www.bccl.info, Email-id: cs@bccindia.com,
Tel: 9104294564

Date: November 29, 2024
Place: Surat

CORRIGENDUM TO THE NOTICE OF EXTRAORDINARY GENERAL MEETING

The Extraordinary General Meeting (EGM) of the Members of Bhatia Colour Chem Limited (“the Company”) is being convened on Wednesday, December 04, 2024 at 01:00 P.M. The Notice of the EGM (“EGM Notice”) was dispatched to the members of the Company on November 11, 2024, in due compliance with the provisions of the Companies Act, 2013, and rules made thereunder, read with circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India, respectively. The board of Directors at its board meeting held on November 29, 2024 have approved the corrigendum to the Notice of the aforesaid EGM

This Corrigendum is being issued with respect to item no. 3 of the notice in order to amend/ provide additional details as mentioned herein pursuant to the provisions of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

SPECIAL BUSINESS:

3. TO ISSUE FULLY CONVERTIBLE WARRANTS ON PREFERENTIAL BASIS TO PROMOTER/ PROMOTER GROUP AND TO IDENTIFIED NON-PROMOTER PERSONS:

To consider and if thought fit, to pass, with or without modification(s), the following resolution as Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 23(1)(b), 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, as amended (the “**Act**”), the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other applicable rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof), for the time being in force, and in accordance with the Foreign Exchange Management Act, 1999, as amended or restated (“**FEMA**”), and rules, circulars, notifications, regulations and guidelines issued under FEMA, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the “**SEBI ICDR Regulations**”) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “**SEBI Listing Regulations**”), SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“**SEBI SAST Regulations**”), the provisions of the Foreign Exchange Management Act, 1999 (“**FEMA**”) to the extent applicable, as amended from time to time, and subject to any other rules, regulations, guidelines, notifications, circulars and clarifications issued thereunder from time to time by the Ministry of Corporate Affairs, the Reserve Bank of India, the Securities and Exchange Board of India (“**SEBI**”) and/or any other statutory or regulatory authorities, including the BSE Limited (the “**Stock Exchange**”) on which the equity shares of the Company having face value of Rs. 10/- (Indian Rupees Ten) each (“**Equity Shares**”) are listed (hereinafter collectively referred to as “**Applicable Regulatory Authorities**”) from time to time to the extent applicable, and the enabling provisions of the Memorandum of Association and Articles of Association of the Company and subject to such conditions and modifications as may be imposed or prescribed while granting such approvals, consents and permissions, which the Board of Directors of the Company (hereinafter referred to as the “**Board**”, which term shall be deemed to mean and include one or more committee(s) constituted by the Board to exercise its powers including the powers conferred by this resolution), is hereby authorised to accept, the consent of the members of the Company be and is hereby accorded to offer, issue and allot from time to time in one or more tranches, up to 44,00,000 (Forty four Lakhs) warrants, each convertible into, or exchangeable at an option of Warrant Holder(s)/ Proposed Allottee(s), within a maximum period of 18 (eighteen) months from the date of allotment of warrants into equivalent number of fully paid up equity share of the Company of face value of Rs.10/- each (“**Warrants**”) at a price of Rs. 134/- (Rupees One Hundred and Thirty Four only) each or price which is determine in accordance with Chapter V of the SEBI ICDR Regulations, 2018 whichever is higher, payable in cash (“**Warrants Issue Price**”), aggregating up to Rs. 58,96,00,000/- (Rupees Fifty Eight Crores Ninety Six lakhs Only), which may be exercised in one or more tranches during the period commencing from the date of allotment of the Warrants until expiry of 18 (Eighteen) months, to; (i) certain members of promoter and promoter group; and (ii) Public (hereinafter referred to as “**Proposed Allottees**”), by way of a preferential issue in accordance with the terms of the Warrants as set out herein, and in the explanatory statement to this Notice calling EGM, and on such other terms and conditions as set out herein, subject to applicable laws and regulations, including the provisions of Chapter V of the SEBI ICDR Regulations and the Act, as the Board may determine (the “**Preferential Issue**”).

Sr. no.	Name of the Proposed Allottee	Category of the Proposed Allottee	Maximum no. of Equity Shares proposed to be allotted	Maximum Consideration (Rupees)
1	BHARAT BRIJLAL BHATIA	PROMOTER	752000	100768000
2	RAMESHCHAND CHANDURAM BHATIA	PROMOTER	955200	127996800
3	SONAL BHARAT BHATIA	PROMOTER GROUP	123200	16508800
4	MADHU BRIJLAL BHATIA	PROMOTER GROUP	123200	16508800
5	REENA RAMESHCHAND BHATIA	PROMOTER GROUP	123200	16508800
6	DHAWAL RAMESHCHANDRA BHATIA	PROMOTER GROUP	123200	16508800
7	VINOD KUMAR KANODIA	PUBLIC INDIVIDUAL	19200	2572800
8	KESHAV SHAILESH SARRAF	PUBLIC INDIVIDUAL	19200	2572800
9	SURESH CHANDRA SHANKERLAL BAPNA	PUBLIC INDIVIDUAL	19200	2572800
10	DINESH GOKULBHAI BHIMANI	PUBLIC INDIVIDUAL	19200	2572800
11	SHAUNAK ATULBHAI JOSHI	PUBLIC INDIVIDUAL	8000	1072000
12	PARTH YOGESHKUMAR KHAMBHOLIYA	PUBLIC INDIVIDUAL	8000	1072000
13	VIRENDRA KUMAR TADI	PUBLIC INDIVIDUAL	11200	1500800
14	AKUL ARORA	PUBLIC INDIVIDUAL	11200	1500800
15	PRADEEP KUMAR KABRA	PUBLIC INDIVIDUAL	11200	1500800
16	KANCHAN DEVI BAHETI	PUBLIC INDIVIDUAL	49600	6646400
17	KASHYAP RANJITSINH JADAV	PUBLIC INDIVIDUAL	8000	1072000
18	VISHALKUMAR HARJIBHAI GHORI	PUBLIC INDIVIDUAL	14400	1929600
19	VIRESHBHAI C KASLIWAL HUF	PUBLIC INDIVIDUAL HUF	8000	1072000
20	HALCYON ENTERPRISE	PUBLIC PARTNERSHIP FIRM	8000	1072000
21	SUFYAN GULAMRASUL DADABHAI	PUBLIC INDIVIDUAL	8000	1072000
22	MOHAMMED JAVED MOHAMMED HAYAT KHAN	PUBLIC INDIVIDUAL	8000	1072000
23	NILESH M BELADIA	PUBLIC INDIVIDUAL	6400	857600
24	NITINBHAI RAVJIBHAI PATEL	PUBLIC INDIVIDUAL	4800	643200
25	MANJU JAIN	PUBLIC INDIVIDUAL	8000	1072000
26	AAKASH ASHOK BAREJA	PUBLIC INDIVIDUAL	112000	15008000
27	RAJIV LEKHRAJ CHUGH	PUBLIC INDIVIDUAL	11200	1500800
28	NISHA DAYANAND NARANG	PUBLIC INDIVIDUAL	11200	1500800
29	RISHAB SANJAY JAIN	PUBLIC INDIVIDUAL	11200	1500800
30	VANDANA VIJAY ARORA	PUBLIC INDIVIDUAL	11200	1500800
31	AANSHIJITENDRA BAHADUR SINGH	PUBLIC INDIVIDUAL	8000	1072000
32	SATISHKUMAR HARGOPAL NANDWANI	PUBLIC INDIVIDUAL	8000	1072000
33	RAJUBHAI PREMJIHAI VANANI	PUBLIC INDIVIDUAL	11200	1500800
34	SAINI RAJVINDER ABHISHEK	PUBLIC INDIVIDUAL	8000	1072000
35	SANJAY KUMAR JAIN HUF	PUBLIC INDIVIDUAL HUF	8000	1072000
36	MANOJ U PALGOTA	PUBLIC INDIVIDUAL	19200	2572800
37	DIMPLE JAIN	PUBLIC INDIVIDUAL	9600	1286400
38	ROHIT SURANA	PUBLIC INDIVIDUAL	19200	2572800
39	HARSHAD RASIKLAL SHETH	PUBLIC INDIVIDUAL	76800	10291200
40	CHETAN KUMAR AGGARWAL	PUBLIC INDIVIDUAL	19200	2572800
41	VAIBHAV KOTHARI	PUBLIC INDIVIDUAL	19200	2572800
42	KHUSHALI BOCHIWAL	PUBLIC INDIVIDUAL	19200	2572800
43	VIKAS JAIN	PUBLIC INDIVIDUAL	19200	2572800
44	DAGA CAPITAL	PUBLIC	100800	13507200

		PARTNERSHIP FIRM		
45	AGARWAL SABITA	PUBLIC INDIVIDUAL	70400	9433600
46	KIRAN DEVI	PUBLIC INDIVIDUAL	25600	3430400
47	PINKY	PUBLIC INDIVIDUAL	25600	3430400
48	NORATAN KUMAR DUGAR	PUBLIC INDIVIDUAL	11200	1500800
49	PRADEEP BOTHRA	PUBLIC INDIVIDUAL	11200	1500800
50	MANJULA NAHATA	PUBLIC INDIVIDUAL	38400	5145600
51	BRIJWASI VINIMAY PVT LTD	PUBLIC BODY CORPORATE	51200	6860800
52	GAUTAM MAKHARIA	PUBLIC INDIVIDUAL	11200	1500800
53	BALDEV TEXTILE MILLS PVT LTD	PUBLIC BODY CORPORATE	11200	1500800
54	MADHURI JAIN BHANSALI	PUBLIC INDIVIDUAL	8000	1072000
55	JAYA MAROTHI	PUBLIC INDIVIDUAL	8000	1072000
56	NEHA MITTAL	PUBLIC INDIVIDUAL	11200	1500800
57	KIMI GUPTA	PUBLIC INDIVIDUAL	11200	1500800
58	GOGAD KRUTIKA DILIP	PUBLIC INDIVIDUAL	8000	1072000
59	ARVIND KUMAR BENGANI & SONS HUF	PUBLIC INDIVIDUAL HUF	12800	1715200
60	NAVRATAN MAL SANCHETI	PUBLIC INDIVIDUAL	11200	1500800
61	KARISHMA KOCHAR	PUBLIC INDIVIDUAL	11200	1500800
62	ANKIT JAIN	PUBLIC INDIVIDUAL	3200	428800
63	SHRIYANSH KUMAR PUGALIA	PUBLIC INDIVIDUAL	8000	1072000
64	SIDDHATH BOTHRA HUF	PUBLIC INDIVIDUAL HUF	4800	643200
65	LOKESH PATAWARI	PUBLIC INDIVIDUAL	3200	428800
66	VIDHI JINENDRA BOTHRA	PUBLIC INDIVIDUAL	3200	428800
67	KHUSHAAL BOTHRA	PUBLIC INDIVIDUAL	3200	428800
68	NISHITA JINENDRA BOTHRA	PUBLIC INDIVIDUAL	3200	428800
69	BHAVISHYA JAIN	PUBLIC INDIVIDUAL	3200	428800
70	SONAM BHARGAVA	PUBLIC INDIVIDUAL	3200	428800
71	RUPAL JAYESH MADHANI	PUBLIC INDIVIDUAL	19200	2572800
72	TANISHA FATESAIRA	PUBLIC INDIVIDUAL	19200	2572800
73	GEETADEVI GHANSHYAMDAS ASAWA	PUBLIC INDIVIDUAL	19200	2572800
74	VIJETA PAWAN DAGA	PUBLIC INDIVIDUAL	19200	2572800
75	JIGNESH RAMESHCHANDRA SUBA HUF	PUBLIC INDIVIDUAL HUF	19200	2572800
76	NISHIT JAIN	PUBLIC INDIVIDUAL	25600	3430400
77	ANIKET MEHTA	PUBLIC INDIVIDUAL	19200	2572800
78	SAROJBEN MANOJBHAI PATEL	PUBLIC INDIVIDUAL	19200	2572800
79	MANOJKUMAR JAGDISHBHAI PATEL	PUBLIC INDIVIDUAL	38400	5145600
80	KEYABEN YASHKUMAR PATEL	PUBLIC INDIVIDUAL	19200	2572800
81	YASHKUMAR MUKESHBHAI	PUBLIC INDIVIDUAL	20800	2787200
82	NEERUBEN KAMLESHBHAI PATEL	PUBLIC INDIVIDUAL	20800	2787200
83	HINAL PATEL	PUBLIC INDIVIDUAL	20800	2787200
84	VISHALBHAI R KANANI	PUBLIC INDIVIDUAL	19200	2572800
85	UTTAMKUMAR MOHANLAL JAIN	PUBLIC INDIVIDUAL	40000	5360000
86	DHRUV MINESHKUMAR PATEL	PUBLIC INDIVIDUAL	14400	1929600
87	BHAVESH RAMNIKLAL GALA	PUBLIC INDIVIDUAL	14400	1929600
88	DHARMENDRA JAIN	PUBLIC INDIVIDUAL	14400	1929600
89	DILIP KUMAR SANKLECHA	PUBLIC INDIVIDUAL	14400	1929600
90	BHARAT CHUNILAL SHAH	PUBLIC INDIVIDUAL	14400	1929600
91	DILIP BHIKAMCHAND SETHIA	PUBLIC INDIVIDUAL	14400	1929600
92	SACHIN GARG	PUBLIC INDIVIDUAL	33600	4502400
93	NIKHIL LALIT AGARWAL	PUBLIC INDIVIDUAL	19200	2572800
94	RAHUL CHOUDHARY HUF	PUBLIC INDIVIDUAL HUF	25600	3430400
95	NIDHISHA SACHIN KHETAN	PUBLIC INDIVIDUAL	11200	1500800
96	NIRANJAN AGARWAL	PUBLIC INDIVIDUAL	16000	2144000
97	VINAY SETHIA	PUBLIC INDIVIDUAL	19200	2572800

98	SEEMA KEDIA	PUBLIC INDIVIDUAL	17600	2358400
99	SHILPI GUPTA	PUBLIC INDIVIDUAL	17600	2358400
100	SWATI JALAN	PUBLIC INDIVIDUAL	17600	2358400
101	SHIV SHANKAR BIHANI	PUBLIC INDIVIDUAL	12800	1715200
102	DEEPAK VERMA	PUBLIC INDIVIDUAL	16000	2144000
103	KASHISH JHAWAR	PUBLIC INDIVIDUAL	16000	2144000
104	MONA KEDIA	PUBLIC INDIVIDUAL	11200	1500800
105	CHINTAN JHAVERI (HUF)	PUBLIC INDIVIDUAL HUF	14400	1929600
106	POONAM TULSAN	PUBLIC INDIVIDUAL	8000	1072000
107	INNOCENT TRADELINK PRIVATE LIMITED	PUBLIC BODY CORPORATE	54400	7289600
108	CHANDRIKABEN U. JAIN	PUBLIC INDIVIDUAL	16000	2144000
109	RITU LUNIA	PUBLIC INDIVIDUAL	40000	5360000
110	RICHA NAHATA	PUBLIC INDIVIDUAL	16000	2144000
111	KAMLADEVI GAUTAMCHAND LUNKAD	PUBLIC INDIVIDUAL	19200	2572800
112	JAIN KETAN KANTILAL	PUBLIC INDIVIDUAL	19200	2572800
113	VIKASKUMAR BHAVARLAL SHAH	PUBLIC INDIVIDUAL	12800	1715200
114	UPASANA DHOOT	PUBLIC INDIVIDUAL	20800	2787200
115	SANDEEP SARAF	PUBLIC INDIVIDUAL	51200	6860800
116	SALONI GHANSHYAM PANSARI	PUBLIC INDIVIDUAL	16000	2144000
117	JAY GUPTA	PUBLIC INDIVIDUAL	19200	2572800
118	SEEMA SONTHALIA	PUBLIC INDIVIDUAL	25600	3430400
119	HARISH MUNDHRA	PUBLIC INDIVIDUAL	8000	1072000
120	DEEPAK AGARWAL	PUBLIC INDIVIDUAL	8000	1072000
121	RAJ KUMAR JAIN	PUBLIC INDIVIDUAL	8000	1072000
122	PRAVEEN NIRMAL JAIN	PUBLIC INDIVIDUAL	8000	1072000
123	RATANESH KUMAR MANDOWARA	PUBLIC INDIVIDUAL	8000	1072000
124	RICHA SONTHALIA	PUBLIC INDIVIDUAL	19200	2572800
125	SANDEEP GUPTA	PUBLIC INDIVIDUAL	8000	1072000
126	PRATEEK DIWAN	PUBLIC INDIVIDUAL	16000	2144000
		Total	44,00,000	58,96,00,000

RESOLVED FURTHER THAT the relevant date for the determination for the issue price for the Preferential Issue of the Fully Convertible Warrants as per Regulation 161 of the SEBI (ICDR) Regulations, 2018 is Monday, November 04, 2024, being the date 30 (thirty) days prior to the date of this Extra Ordinary General Meeting.

RESOLVED FURTHER THAT the Preferential Issue of Warrants and allotment of Equity Shares on the exercise of the Warrants, shall be subject to the following terms and conditions, apart from others as detailed in the explanatory statement to this Notice and as prescribed under applicable laws:

- a) the Warrant holder shall, subject to the SEBI ICDR Regulations and other applicable rules and regulations, be entitled to apply for and be allotted 1 (one) Equity Share against each Warrant.
- b) the minimum amount of Rs. 14,74,00,000 (Rs. Fourteen Crores Seventy-Four Lakhs Only) which is equivalent to 25% (Twenty-Five percent) of the Warrants Issue Price shall be paid at the time of subscription and allotment of each Warrant. The Warrant holder will be required to make further payments of Rs. 44,22,00,000 (Rs. Forty-Four Crores Twenty-Two Lakhs only) which is equivalent to 75% (seventy-five percent) of the Warrants Issue Price at the time of exercise of the right attached to the Warrant(s), to convert all the outstanding Warrant(s) and subscribe to Equity Share(s) of the Company ("**Warrant Exercise Amount**").
- c) the Warrants shall be allotted in dematerialized form within a period of 15 (fifteen) days from the date of passing of the special resolution by the shareholders of the Company for their issuance, provided that where the allotment of Warrants is subject to receipt of any approval or permission from any regulatory authority, the allotment shall be completed within a period of 15 (fifteen) days from the date of receipt of last of such approval, or permission;

- d) the Equity Shares to be allotted on exercise of the Warrants shall be in dematerialized form and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company and shall rank pari passu with the then existing Equity Shares of the Company in all respects including the payment of dividend and voting rights;
- e) the Equity Shares allotted upon conversion of the Warrants shall be listed on the Stock Exchange(s) where the existing equity shares of the Company are listed, subject to the receipt of necessary permissions or approvals as the case may be;
- f) the Warrants shall not carry any voting rights until they are converted into Equity Shares and the Warrants by itself, until exercised and converted into Equity Shares, shall not give the Warrant holders any rights with respect to that of an equity shareholder of the Company;
- g) the right attached to the Warrants may be exercised by the Warrant holder, in one or more tranches, at any time on or before the expiry of 18 (eighteen) months from the date of allotment of the Warrants by issuing a written notice (“**Conversion Notice**”) to the Company specifying the number of Warrants proposed to be converted and the date designated as the specified conversion date (“**Conversion Date**”). The Company shall accordingly, without any further approval from the Members, allot the corresponding number of Equity Shares in dematerialized form on the Conversion Date mentioned in the Conversion Notice, subject to receipt of the relevant Warrant Exercise Amount by the Warrant holder to the designated bank account of the Company;
- h) the tenure of the Warrants shall not exceed 18 (eighteen) months from the date of allotment of the Warrants. If the entitlement against the Warrants to apply for the equity shares of the Company is not exercised by the Warrant holder within the aforesaid period of 18 (eighteen) months, the entitlement of the Warrant holder to apply for Equity Shares of the Company along with the rights attached thereto shall expire and any amount paid by the Warrant holder on such Warrants shall stand forfeited by the Company;
- i) the Warrants allotted in terms of this resolution and the resultant equity shares arising on exercise of rights attached to such Warrants shall be subject to lock-in as specified in the provisions of Chapter V of the SEBI ICDR Regulations;
- j) the pre-preferential allotment shareholding of the Proposed Allottees, if any, in the Company shall be subject to lock-in as specified in the provisions Regulation 167 and other Regulations of Chapter V of the SEBI ICDR Regulations.
- k) The Warrants shall be exercised in a manner that is in compliance with the minimum public shareholding norms prescribed for the Company under the LODR Regulations and the Securities Contracts (Regulation) Rules, 1957.

RESOLVED FURTHER THAT pursuant to the provisions of the Act, the name of the Proposed Allottees be recorded for the issuance of invitation to subscribe to the Warrants and a private placement offer letter in Form No. PAS-4 together with an application form be issued to the Proposed Allottees inviting them to subscribe to the Warrants.

RESOLVED FURTHER THAT the complete record of private placement be maintained in Form PAS 5.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board, and the Key Managerial Personnel, be and is hereby jointly and severally authorised on behalf of the Company to do all such other acts, deeds, matters and things as the Board may, in its absolute discretion, deem necessary or desirable for such purpose, without being required to seek any further consent or approval of the members of the Company, including but not limited to the following:

- a) to issue and allot the Fully Convertible Warrants and such number of Equity Shares may be required to be issued and allotted upon exercise/ conversion/ exchange of the Warrants, without requiring any further approval of the Members;
- b) to negotiate, finalize and execute all necessary agreements/ documents/ form filings/ applications to effect the above resolutions, including to make applications to Applicable Regulatory Authorities, like applications to the Stock Exchange for obtaining in-principle approval for the Warrants to be allotted pursuant to the Preferential Issue, and for obtaining listing approval and trading approval for the Equity Shares to be allotted upon conversion of the Warrants;

- c) to vary, modify or alter any of the relevant terms and conditions, attached to the Warrants to be allotted to the Proposed Allottees, and to effect any modifications, changes, variations, alterations, additions and/or deletions to the Preferential Issue, as may be required by any regulatory or other authorities involved in or concerned with the issue and allotment of the Warrants;
- d) to resolve and settle any matter, question, difficulty or doubt that may arise in regard to the issuance and allotment of Warrants and the Equity Shares to be allotted pursuant to the conversion of the Warrants, without requiring any further approval of the Members, and to authorize all such persons as may be deemed necessary, in connection therewith and incidental thereto as the Board in its absolute discretion shall deem fit;
- e) to issue clarifications on the offer, issue and allotment of the Equity Shares to be allotted pursuant to the conversion of the Warrants and listing of the Equity Shares to be allotted pursuant to the conversion of the Warrants on the Stock Exchange, without limitation, as per the terms and conditions of the SEBI ICDR Regulations, the SEBI Listing Regulations, and other applicable guidelines, rules and regulations;
- f) to execute the necessary documents and enter into contracts, arrangements, agreements, documents (including appointment of agencies, intermediaries, monitoring agency and advisors for the Preferential Issue of the Warrants and the equity shares to be allotted pursuant to the conversion of Warrants on a preferential and private placement basis);
- g) to undertake all such actions and compliances as may be necessary, desirable or expedient for the purpose of giving effect to this resolution in accordance with applicable law including the SEBI ICDR Regulations and the SEBI Listing Regulations and to take all other steps which may be incidental, consequential, relevant or ancillary in this connection and to effect any modification to the foregoing, and the decision of the Board shall be final and conclusive.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of its powers conferred upon it by this resolution, as it may deem fit in its absolute discretion, to any director(s), committee(s), executive(s), officer(s), company secretary or authorized signatory(ies) to give effect to this resolution, including application to Stock Exchange for obtaining In-principle approval, Listing of shares approval, Trading approval and filing of requisite documents with the Registrar of Companies and RBI, appointment of legal advisors / solicitors, bankers, depositories, custodians, registrars, trustees, stabilizing agents and/ or any other advisors, professionals, agencies as may be required, to negotiate / modify / execute /deliver and / or sign any declarations, information memorandum, agreements, deeds, forms and such other documents as may be necessary in this regard and to resolve and settle any questions and difficulties that may arise in the proposed creation, offer, issue and allotment of the Warrants and Equity Shares upon conversion and utilization of issue proceeds without being required to seek any further consent or approval of the members.

RESOLVED FURTHER THAT all actions taken by the Board or committee(s) duly constituted for this purpose in connection with any matter(s) referred to or contemplated in the foregoing resolution be and are hereby approved, ratified and confirmed in all respects.”

**For and on behalf of the Board of Directors
BHATIA COLOUR CHEM LIMITED**

Sd/-
Vishwa Ronak Patel
Company Secretary

Registered Office: Plot No. A/2/12, Road No. 1,
Udhana Udyog Nagar Sangh Udhna, Surat, Gujarat,
India, 394210
CIN: L24290GJ2021PLC127878
Website: www.bccl.info, Email-id: cs@bccindia.com,
Tel: 9104294564

Date: November 29, 2024
Place: Surat

EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013

(The Explanatory Statement to be altered/added with the following information for the Item no. 3 annexed to the Notice)

ITEM NO. 3**TO ISSUE OF FULLY CONVERTIBLE WARRANTS ON PREFERENTIAL BASIS TO PROMOTER/ PROMOTER GROUP AND TO IDENTIFIED NON-PROMOTER PERSON**

The Board of Directors of the Company (“Board”) at their meeting held on November 11, 2024, approved raising of funds aggregating upto Rs. 58,96,00,000 (Rupees Fifty-Eight Crores Ninety-Six Lakhs only) by way of issuance of upto 44,00,000 (Forty-Four Lakhs) Fully Convertible Warrants, each convertible into, or exchangeable for, 1 (one) fully paid-up Equity Share of the Company of face value of Rs. 10/- (Rupees Ten Only) each (“Warrants”) at a price of Rs. 134/- (Rupees One Hundred and Thirty-Four Only) each payable in cash (“Warrants Issue Price”), which may be exercised in one or more tranches during the period commencing from the date of allotment of the Warrants until expiry of 18 (eighteen) months, to the persons listed in the table below (referred to as the “Proposed Allottees”), by way of a preferential issue through private placement offer (the “Preferential Issue”);

Sr. no.	Name of the Proposed Allottee	Category of the Proposed Allottee	Maximum no. of Equity Shares proposed to be allotted	Maximum Consideration (Rupees)
1	BHARAT BRIJLAL BHATIA	PROMOTER	752000	100768000
2	RAMESHCHAND CHANDURAM BHATIA	PROMOTER	955200	127996800
3	SONAL BHARAT BHATIA	PROMOTER GROUP	123200	16508800
4	MADHU BRIJLAL BHATIA	PROMOTER GROUP	123200	16508800
5	REENA RAMESHCHAND BHATIA	PROMOTER GROUP	123200	16508800
6	DHAWAL RAMESHCHANDRA BHATIA	PROMOTER GROUP	123200	16508800
7	VINOD KUMAR KANODIA	PUBLIC INDIVIDUAL	19200	2572800
8	KESHAV SHAILESH SARRAF	PUBLIC INDIVIDUAL	19200	2572800
9	SURESH CHANDRA SHANKERLAL BAPNA	PUBLIC INDIVIDUAL	19200	2572800
10	DINESH GOKULBHAI BHIMANI	PUBLIC INDIVIDUAL	19200	2572800
11	SHAUNAK ATULBHAI JOSHI	PUBLIC INDIVIDUAL	8000	1072000
12	PARTH YOGESHKUMAR KHAMBHOLIYA	PUBLIC INDIVIDUAL	8000	1072000
13	VIRENDRA KUMAR TADI	PUBLIC INDIVIDUAL	11200	1500800
14	AKUL ARORA	PUBLIC INDIVIDUAL	11200	1500800
15	PRADEEP KUMAR KABRA	PUBLIC INDIVIDUAL	11200	1500800
16	KANCHAN DEVI BAHETI	PUBLIC INDIVIDUAL	49600	6646400
17	KASHYAP RANJITSINH JADAV	PUBLIC INDIVIDUAL	8000	1072000
18	VISHALKUMAR HARJIBHAI GHORI	PUBLIC INDIVIDUAL	14400	1929600
19	VIRESHBHAI C KASLIWAL HUF	PUBLIC INDIVIDUAL HUF	8000	1072000
20	HALCYON ENTERPRISE	PUBLIC PARTNERSHIP FIRM	8000	1072000
21	SUFIYAN GULAMRASUL DADABHAI	PUBLIC INDIVIDUAL	8000	1072000
22	MOHAMMED JAVED MOHAMMED HAYAT KHAN	PUBLIC INDIVIDUAL	8000	1072000
23	NILESH M BELADIA	PUBLIC INDIVIDUAL	6400	857600
24	NITINBHAI RAVJIBHAI PATEL	PUBLIC INDIVIDUAL	4800	643200
25	MANJU JAIN	PUBLIC INDIVIDUAL	8000	1072000
26	AAKASH ASHOK BAREJA	PUBLIC INDIVIDUAL	112000	15008000
27	RAJIV LEKHRAJ CHUGH	PUBLIC INDIVIDUAL	11200	1500800
28	NISHA DAYANAND NARANG	PUBLIC INDIVIDUAL	11200	1500800
29	RISHAB SANJAY JAIN	PUBLIC INDIVIDUAL	11200	1500800
30	VANDANA VIJAY ARORA	PUBLIC INDIVIDUAL	11200	1500800
31	AANSHIJITENDRA BAHADUR SINGH	PUBLIC INDIVIDUAL	8000	1072000

32	SATISHKUMAR HARGOPAL NANDWANI	PUBLIC INDIVIDUAL	8000	1072000
33	RAJUBHAI PREMJBHAI VANANI	PUBLIC INDIVIDUAL	11200	1500800
34	SAINI RAJVINDER ABHISHEK	PUBLIC INDIVIDUAL	8000	1072000
35	SANJAY KUMAR JAIN HUF	PUBLIC INDIVIDUAL HUF	8000	1072000
36	MANOJ U PALGOTA	PUBLIC INDIVIDUAL	19200	2572800
37	DIMPLE JAIN	PUBLIC INDIVIDUAL	9600	1286400
38	ROHIT SURANA	PUBLIC INDIVIDUAL	19200	2572800
39	HARSHAD RASIKLAL SHETH	PUBLIC INDIVIDUAL	76800	10291200
40	CHETAN KUMAR AGGARWAL	PUBLIC INDIVIDUAL	19200	2572800
41	VAIBHAV KOTHARI	PUBLIC INDIVIDUAL	19200	2572800
42	KHUSHALI BOCHIWAL	PUBLIC INDIVIDUAL	19200	2572800
43	VIKAS JAIN	PUBLIC INDIVIDUAL	19200	2572800
44	DAGA CAPITAL	PUBLIC PARTNERSHIP FIRM	100800	13507200
45	AGARWAL SABITA	PUBLIC INDIVIDUAL	70400	9433600
46	KIRAN DEVI	PUBLIC INDIVIDUAL	25600	3430400
47	PINKY	PUBLIC INDIVIDUAL	25600	3430400
48	NORATAN KUMAR DUGAR	PUBLIC INDIVIDUAL	11200	1500800
49	PRADEEP BOTHRA	PUBLIC INDIVIDUAL	11200	1500800
50	MANJULA NAHATA	PUBLIC INDIVIDUAL	38400	5145600
51	BRIJWASI VINIMAY PVT LTD	PUBLIC BODY CORPORATE	51200	6860800
52	GAUTAM MAKHARIA	PUBLIC INDIVIDUAL	11200	1500800
53	BALDEV TEXTILE MILLS PVT LTD	PUBLIC BODY CORPORATE	11200	1500800
54	MADHURI JAIN BHANSALI	PUBLIC INDIVIDUAL	8000	1072000
55	JAYA MAROTHI	PUBLIC INDIVIDUAL	8000	1072000
56	NEHA MITTAL	PUBLIC INDIVIDUAL	11200	1500800
57	KIMI GUPTA	PUBLIC INDIVIDUAL	11200	1500800
58	GOGAD KRUTIKA DILIP	PUBLIC INDIVIDUAL	8000	1072000
59	ARVIND KUMAR BENGANI & SONS HUF	PUBLIC INDIVIDUAL HUF	12800	1715200
60	NAVRATAN MAL SANCHETI	PUBLIC INDIVIDUAL	11200	1500800
61	KARISHMA KOCHAR	PUBLIC INDIVIDUAL	11200	1500800
62	ANKIT JAIN	PUBLIC INDIVIDUAL	3200	428800
63	SHRIYANSH KUMAR PUGALIA	PUBLIC INDIVIDUAL	8000	1072000
64	SIDDHATH BOTHRA HUF	PUBLIC INDIVIDUAL HUF	4800	643200
65	LOKESH PATAWARI	PUBLIC INDIVIDUAL	3200	428800
66	VIDHI JINENDRA BOTHRA	PUBLIC INDIVIDUAL	3200	428800
67	KHUSHAAL BOTHRA	PUBLIC INDIVIDUAL	3200	428800
68	NISHITA JINENDRA BOTHRA	PUBLIC INDIVIDUAL	3200	428800
69	BHAVISHYA JAIN	PUBLIC INDIVIDUAL	3200	428800
70	SONAM BHARGAVA	PUBLIC INDIVIDUAL	3200	428800
71	RUPAL JAYESH MADHANI	PUBLIC INDIVIDUAL	19200	2572800
72	TANISHA FATESAIRA	PUBLIC INDIVIDUAL	19200	2572800
73	GEETADEVI GHANSHYAMDAS ASAWA	PUBLIC INDIVIDUAL	19200	2572800
74	VIJETA PAWAN DAGA	PUBLIC INDIVIDUAL	19200	2572800
75	JIGNESH RAMESHCHANDRA SUBA HUF	PUBLIC INDIVIDUAL HUF	19200	2572800
76	NISHIT JAIN	PUBLIC INDIVIDUAL	25600	3430400
77	ANIKET MEHTA	PUBLIC INDIVIDUAL	19200	2572800
78	SAROJBEN MANOJBHAI PATEL	PUBLIC INDIVIDUAL	19200	2572800
79	MANOJKUMAR JAGDISHBHAI PATEL	PUBLIC INDIVIDUAL	38400	5145600
80	KEYABEN YASHKUMAR PATEL	PUBLIC INDIVIDUAL	19200	2572800
81	YASHKUMAR MUKESHBHAI	PUBLIC INDIVIDUAL	20800	2787200
82	NEERUBEN KAMLESHBHAI PATEL	PUBLIC INDIVIDUAL	20800	2787200
83	HINAL PATEL	PUBLIC INDIVIDUAL	20800	2787200
84	VISHALBHAI R KANANI	PUBLIC INDIVIDUAL	19200	2572800
85	UTTAMKUMAR MOHANLAL JAIN	PUBLIC INDIVIDUAL	40000	5360000
86	DHRUV MINESHKUMAR PATEL	PUBLIC INDIVIDUAL	14400	1929600
87	BHAVESH RAMNIKLAL GALA	PUBLIC INDIVIDUAL	14400	1929600
88	DHARMENDRA JAIN	PUBLIC INDIVIDUAL	14400	1929600

89	DILIP KUMAR SANKLECHA	PUBLIC INDIVIDUAL	14400	1929600
90	BHARAT CHUNILAL SHAH	PUBLIC INDIVIDUAL	14400	1929600
91	DILIP BHIKAMCHAND SETHIA	PUBLIC INDIVIDUAL	14400	1929600
92	SACHIN GARG	PUBLIC INDIVIDUAL	33600	4502400
93	NIKHIL LALIT AGARWAL	PUBLIC INDIVIDUAL	19200	2572800
94	RAHUL CHOUDHARY HUF	PUBLIC INDIVIDUAL HUF	25600	3430400
95	NIDHISHA SACHIN KHETAN	PUBLIC INDIVIDUAL	11200	1500800
96	NIRANJAN AGARWAL	PUBLIC INDIVIDUAL	16000	2144000
97	VINAY SETHIA	PUBLIC INDIVIDUAL	19200	2572800
98	SEEMA KEDIA	PUBLIC INDIVIDUAL	17600	2358400
99	SHILPI GUPTA	PUBLIC INDIVIDUAL	17600	2358400
100	SWATI JALAN	PUBLIC INDIVIDUAL	17600	2358400
101	SHIV SHANKAR BIHANI	PUBLIC INDIVIDUAL	12800	1715200
102	DEEPAK VERMA	PUBLIC INDIVIDUAL	16000	2144000
103	KASHISH JHAWAR	PUBLIC INDIVIDUAL	16000	2144000
104	MONA KEDIA	PUBLIC INDIVIDUAL	11200	1500800
105	CHINTAN JHAVERI (HUF)	PUBLIC INDIVIDUAL HUF	14400	1929600
106	POONAM TULSAN	PUBLIC INDIVIDUAL	8000	1072000
107	INNOCENT TRADELINK PRIVATE LIMITED	PUBLIC BODY CORPORATE	54400	7289600
108	CHANDRIKABEN U. JAIN	PUBLIC INDIVIDUAL	16000	2144000
109	RITU LUNIA	PUBLIC INDIVIDUAL	40000	5360000
110	RICHA NAHATA	PUBLIC INDIVIDUAL	16000	2144000
111	KAMLADEVI GAUTAMCHAND LUNKAD	PUBLIC INDIVIDUAL	19200	2572800
112	JAIN KETAN KANTILAL	PUBLIC INDIVIDUAL	19200	2572800
113	VIKASKUMAR BHAVARLAL SHAH	PUBLIC INDIVIDUAL	12800	1715200
114	UPASANA DHOOT	PUBLIC INDIVIDUAL	20800	2787200
115	SANDEEP SARAF	PUBLIC INDIVIDUAL	51200	6860800
116	SALONI GHANSHYAM PANSARI	PUBLIC INDIVIDUAL	16000	2144000
117	JAY GUPTA	PUBLIC INDIVIDUAL	19200	2572800
118	SEEMA SONTHALIA	PUBLIC INDIVIDUAL	25600	3430400
119	HARISH MUNDHRA	PUBLIC INDIVIDUAL	8000	1072000
120	DEEPAK AGARWAL	PUBLIC INDIVIDUAL	8000	1072000
121	RAJ KUMAR JAIN	PUBLIC INDIVIDUAL	8000	1072000
122	PRAVEEN NIRMAL JAIN	PUBLIC INDIVIDUAL	8000	1072000
123	RATANESH KUMAR MANDOWARA	PUBLIC INDIVIDUAL	8000	1072000
124	RICHA SONTHALIA	PUBLIC INDIVIDUAL	19200	2572800
125	SANDEEP GUPTA	PUBLIC INDIVIDUAL	8000	1072000
126	PRATEEK DIWAN	PUBLIC INDIVIDUAL	16000	2144000
		Total	44,00,000	58,96,00,000

In this regard, the Board, pursuant to its resolution dated November 11, 2024, has noted and accepted the letters of intention issued by the Proposed Allottees, to the Company for investment of aggregate amount up to an amount of Rs. 58, 96, 00,000 in the Company, subject to customary closing conditions.

The Proposed Allottees have also confirmed their eligibility in terms of Regulation 159 of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the “**SEBI ICDR Regulations**”), to subscribe to the Warrants to be issued pursuant to the Preferential Issue.

In accordance with Sections 23(1)(b), 42 and 62(1)(c) and other applicable provisions, if any, of the Act and the rules made thereunder and in accordance with the SEBI ICDR Regulations and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “**Listing Regulations**”), as amended from time to time, approval of the Members of the Company by way of special resolution is required to issue securities by way of private placement on a preferential basis.

Accordingly, in terms of the Act and the SEBI ICDR Regulations, consent of the members is being sought for the raising of funds aggregating upto Rs. 58,96,00,000/- (Rupees Fifty Eight Crores Ninety six Lakhs Only) by way of issuance of upto 44,00,000 (Forty Four Lakhs) warrants, each convertible into, or exchangeable for, 1 (one) fully paid-up equity share of the Company of face value of Rs. 10/- (Rupees Ten only) each at a price of Rs. 134/- (Rupees One Hundred and Thirty Four Only) each payable in cash, on a preferential basis to the Proposed Allottees as the Board of the Company may determine in the manner detailed hereafter.

Disclosures prescribed under Rule 13 of the Companies (Share Capital and Debentures) Rules, 2014, Rule 14 of Companies (Prospectus and Allotment of Securities) Rules, 2014 and Regulation 163 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as may be applicable, in respect of the Resolution proposed at Item No. 03 are as follows:

1. OBJECTS OF THE ISSUE

Subject to applicable laws and regulations, the Company intends to utilize the proceeds raised through the Preferential Issue ("**Issue Proceeds**") towards the following objects:

- (i) Meeting working capital requirement of the Company and for expansion of existing business of the Company.
- (ii) General Corporate purpose or such other objects, as the Board may from time to time decides in the best interest of the Company.

If the Issue Proceeds are not utilised (in full or in part) for the Objects during the period stated above due to any such factors as aforementioned, the remaining Issue Proceeds shall be utilised in subsequent periods in such manner as may be determined by the Board and in compliance with applicable laws. This may result into rescheduling, revising and altering the planned expenditure and funding requirements and increasing or decreasing the expenditure for a particular purpose from the planned expenditure as may be determined by the Board, subject to compliance with applicable laws.

- **Interim Use of Issue Proceeds**

Our Company, in accordance with the policies formulated by our Board from time to time, will have flexibility to deploy the Issue Proceeds. Pending complete utilization of the Issue Proceeds for the Objects described above, our Company intends to, inter alia, invest the Issue Proceeds in money market instruments including money market mutual funds, deposits in scheduled commercial banks, securities issued by government of India or any other investments as permitted under applicable laws.

2. Monitoring of utilisation of funds

Given that the issue size does not exceed Rs. 100 Crore (Indian Rupees One Hundred Crore), the Company is not required to appoint a Monitoring Agency, in terms of Regulation 162A of the SEBI ICDR Regulations.

3. Relevant Date

The "Relevant Date" as per Chapter V of the SEBI ICDR Regulations, for the determination of the floor price for Warrants to be issued is Monday, November 04, 2024. The date i.e. 30 (thirty) days prior to the date of this Extraordinary General Meeting falls on a Wednesday December 04, 2024.

4. Particulars of the Preferential Issue including date of passing of Board resolution

The Board, at its meeting held on November 11, 2024 has, subject to the approval of the Members and such other approvals as may be required, approved the issuance of up to 44,00,000 Warrants to the Proposed Allottees, each at a price of Rs. 134/- per Warrant, aggregating up to Rs. 58,96,00,000/- (Rupees Fifty-Eight Crores Ninety-six Lakhs Only) for a cash consideration, by way of a preferential issue on a private placement basis.

5. Kinds of securities offered and the price at which security is being offered, and the total/ maximum number of securities to be issued

Up to 44,00,000 Fully Convertible Warrants, at a price of Rs. 134/- per Warrant aggregating up to Rs. 58,96,00,000/- (Rupees Fifty-Eight Crores Ninety-six Lakhs Only), such price being not less than the floor price as on the relevant date (as set out below) determined in accordance with the provisions of Chapter V of the SEBI ICDR Regulations.

6. Basis or justification for the price (including the premium, if any) has been arrived at

The Company is listed on BSE Limited and the Equity Shares of the Company are frequently traded in accordance with Regulation 164 of the ICDR Regulations.

Accordingly, the issue of fully convertible warrants of the Company on preferential basis shall be made at a price not less than higher of the following:

- 90 (ninety) trading days volume weighted average price (VWAP) of the equity shares of the Company preceding the Relevant Date: i.e. Rs. 111.79 per equity share;
- 10 (ten) trading day's volume weighted average price (VWAP) of the equity shares of the Company preceding the Relevant Date: i.e. Rs. 133.10 per equity share.

The Articles of Association of the Company does not provide any valuation method for determination of price of the shares.

Pursuant to above, the minimum issue price determined in accordance with Regulations 164(1) is Rs. 133.10/- each. In view of the above, the Board of the Company has fixed the Issue price of Rs. 134/- each which is above the Minimum Price as determined in compliance with the requirements of the ICDR Regulations.

Further, given that the Equity Shares of the Company have been listed for a period of more than 90 (ninety) trading days prior to the relevant date, the Company is not required to re-compute the issue price as per Regulation 164(3) the SEBI ICDR Regulations, and therefore, the Company is not required to submit the undertakings specified under Regulations 163(1) (g) and 163(1) (h) of the SEBI ICDR Regulations.

If the Company is required to re-compute the price then it shall undertake such recomputation and if the amount payable on account of the re-computation of price is not paid by the Proposed Allottees within the time stipulated in the SEBI ICDR Regulations, the Warrants proposed to be issued pursuant to this resolution would have been continued to be locked in till the time such amount would have paid by the Proposed Allottees.

• Name and address of valuer who performed valuation:

Mr. Priyank Drolia, Registered valuer (IBBI Regd. No. IBBI/RV/06/2020/12774); having address at 9001, World Trade Center, Near Udhna Darwaja, Ring Road, Surat-395002, Gujarat 2024 has performed valuation of equity shares. The Valuation report is available on the website of the Company at <https://www.bccl.info/assets/images/VALUATION-REPORT-BCCL-2024.pdf>.

7. Amount which the company intends to raise by way of such securities

Aggregating up to Rs. 58, 96, 00,000/- (Rupees Fifty-Eight Crores Ninety-Six Lakhs Only) by issuance of Fully Convertible Warrants.

8. The class or classes of persons to whom the allotment is proposed to be made

The Preferential Issue of Warrants is proposed to be made to the Proposed Allottees, who are falling under promoter group entities and non-promoter group of the Company. The details are as follows;

Sr. no.	Name of the Proposed Allottee	Category of the Proposed Allottee	Maximum no. of Equity Shares proposed to be allotted	Maximum Consideration (Rupees)
1	BHARAT BRIJLAL BHATIA	PROMOTER	752000	100768000

2	RAMESHCHAND CHANDURAM BHATIA	PROMOTER	95200	127996800
3	SONAL BHARAT BHATIA	PROMOTER GROUP	123200	16508800
4	MADHU BRIJLAL BHATIA	PROMOTER GROUP	123200	16508800
5	REENA RAMESHCHAND BHATIA	PROMOTER GROUP	123200	16508800
6	DHAWAL RAMESHCHANDRA BHATIA	PROMOTER GROUP	123200	16508800
7	VINOD KUMAR KANODIA	PUBLIC INDIVIDUAL	19200	2572800
8	KESHAV SHAILESH SARRAF	PUBLIC INDIVIDUAL	19200	2572800
9	SURESH CHANDRA SHANKERLAL BAPNA	PUBLIC INDIVIDUAL	19200	2572800
10	DINESH GOKULBHAI BHIMANI	PUBLIC INDIVIDUAL	19200	2572800
11	SHAUNAK ATULBHAI JOSHI	PUBLIC INDIVIDUAL	8000	1072000
12	PARTH YOGESHKUMAR KHAMBHOLIYA	PUBLIC INDIVIDUAL	8000	1072000
13	VIRENDRA KUMAR TADI	PUBLIC INDIVIDUAL	11200	1500800
14	AKUL ARORA	PUBLIC INDIVIDUAL	11200	1500800
15	PRADEEP KUMAR KABRA	PUBLIC INDIVIDUAL	11200	1500800
16	KANCHAN DEVI BAHETI	PUBLIC INDIVIDUAL	49600	6646400
17	KASHYAP RANJITSINH JADAV	PUBLIC INDIVIDUAL	8000	1072000
18	VISHALKUMAR HARJIBHAI GHORI	PUBLIC INDIVIDUAL	14400	1929600
19	VIRESHBHAI C KASLIWAL HUF	PUBLIC INDIVIDUAL HUF	8000	1072000
20	HALCYON ENTERPRISE	PUBLIC PARTNERSHIP FIRM	8000	1072000
21	SUFIYAN GULAMRASUL DADABHAI	PUBLIC INDIVIDUAL	8000	1072000
22	MOHAMMED JAVED MOHAMMED HAYAT KHAN	PUBLIC INDIVIDUAL	8000	1072000
23	NILESH M BELADIA	PUBLIC INDIVIDUAL	6400	857600
24	NITINBHAI RAVJIBHAI PATEL	PUBLIC INDIVIDUAL	4800	643200
25	MANJU JAIN	PUBLIC INDIVIDUAL	8000	1072000
26	AAKASH ASHOK BAREJA	PUBLIC INDIVIDUAL	112000	15008000
27	RAJIV LEKHRAJ CHUGH	PUBLIC INDIVIDUAL	11200	1500800
28	NISHA DAYANAND NARANG	PUBLIC INDIVIDUAL	11200	1500800
29	RISHAB SANJAY JAIN	PUBLIC INDIVIDUAL	11200	1500800
30	VANDANA VIJAY ARORA	PUBLIC INDIVIDUAL	11200	1500800
31	AANSHIJITENDRA BAHADUR SINGH	PUBLIC INDIVIDUAL	8000	1072000
32	SATISHKUMAR HARGOPAL NANDWANI	PUBLIC INDIVIDUAL	8000	1072000
33	RAJUBHAI PREMJBHAI VANANI	PUBLIC INDIVIDUAL	11200	1500800
34	SAINI RAJVINDER ABHISHEK	PUBLIC INDIVIDUAL	8000	1072000
35	SANJAY KUMAR JAIN HUF	PUBLIC INDIVIDUAL HUF	8000	1072000
36	MANOJ U PALGOTA	PUBLIC INDIVIDUAL	19200	2572800
37	DIMPLE JAIN	PUBLIC INDIVIDUAL	9600	1286400
38	ROHIT SURANA	PUBLIC INDIVIDUAL	19200	2572800
39	HARSHAD RASIKLAL SHETH	PUBLIC INDIVIDUAL	76800	10291200
40	CHETAN KUMAR AGGARWAL	PUBLIC INDIVIDUAL	19200	2572800
41	VAIBHAV KOTHARI	PUBLIC INDIVIDUAL	19200	2572800
42	KHUSHALI BOCHIWAL	PUBLIC INDIVIDUAL	19200	2572800
43	VIKAS JAIN	PUBLIC INDIVIDUAL	19200	2572800
44	DAGA CAPITAL	PUBLIC PARTNERSHIP FIRM	100800	13507200
45	AGARWAL SABITA	PUBLIC INDIVIDUAL	70400	9433600
46	KIRAN DEVI	PUBLIC INDIVIDUAL	25600	3430400
47	PINKY	PUBLIC INDIVIDUAL	25600	3430400
48	NORATAN KUMAR DUGAR	PUBLIC INDIVIDUAL	11200	1500800
49	PRADEEP BOTHRA	PUBLIC INDIVIDUAL	11200	1500800
50	MANJULA NAHATA	PUBLIC INDIVIDUAL	38400	5145600
51	BRIJWASI VINIMAY PVT LTD	PUBLIC BODY CORPORATE	51200	6860800
52	GAUTAM MAKHARIA	PUBLIC INDIVIDUAL	11200	1500800

53	BALDEV TEXTILE MILLS PVT LTD	PUBLIC BODY CORPORATE	11200	1500800
54	MADHURI JAIN BHANSALI	PUBLIC INDIVIDUAL	8000	1072000
55	JAYA MAROTHI	PUBLIC INDIVIDUAL	8000	1072000
56	NEHA MITTAL	PUBLIC INDIVIDUAL	11200	1500800
57	KIMI GUPTA	PUBLIC INDIVIDUAL	11200	1500800
58	GOGAD KRUTIKA DILIP	PUBLIC INDIVIDUAL	8000	1072000
59	ARVIND KUMAR BENGANI & SONS HUF	PUBLIC INDIVIDUAL HUF	12800	1715200
60	NAVRATAN MAL SANCHETI	PUBLIC INDIVIDUAL	11200	1500800
61	KARISHMA KOCHAR	PUBLIC INDIVIDUAL	11200	1500800
62	ANKIT JAIN	PUBLIC INDIVIDUAL	3200	428800
63	SHRIYANSH KUMAR PUGALIA	PUBLIC INDIVIDUAL	8000	1072000
64	SIDDHATH BOTHRA HUF	PUBLIC INDIVIDUAL HUF	4800	643200
65	LOKESH PATAWARI	PUBLIC INDIVIDUAL	3200	428800
66	VIDHI JINENDRA BOTHRA	PUBLIC INDIVIDUAL	3200	428800
67	KHUSHAAL BOTHRA	PUBLIC INDIVIDUAL	3200	428800
68	NISHITA JINENDRA BOTHRA	PUBLIC INDIVIDUAL	3200	428800
69	BHAVISHYA JAIN	PUBLIC INDIVIDUAL	3200	428800
70	SONAM BHARGAVA	PUBLIC INDIVIDUAL	3200	428800
71	RUPAL JAYESH MADHANI	PUBLIC INDIVIDUAL	19200	2572800
72	TANISHA FATESAIRA	PUBLIC INDIVIDUAL	19200	2572800
73	GEETADEVI GHANSHYAMDAS ASAWA	PUBLIC INDIVIDUAL	19200	2572800
74	VIJETA PAWAN DAGA	PUBLIC INDIVIDUAL	19200	2572800
75	JIGNESH RAMESHCHANDRA SUBA HUF	PUBLIC INDIVIDUAL HUF	19200	2572800
76	NISHIT JAIN	PUBLIC INDIVIDUAL	25600	3430400
77	ANIKET MEHTA	PUBLIC INDIVIDUAL	19200	2572800
78	SAROJBEN MANOJBHAI PATEL	PUBLIC INDIVIDUAL	19200	2572800
79	MANOJKUMAR JAGDISHBHAI PATEL	PUBLIC INDIVIDUAL	38400	5145600
80	KEYABEN YASHKUMAR PATEL	PUBLIC INDIVIDUAL	19200	2572800
81	YASHKUMAR MUKESHBHAI	PUBLIC INDIVIDUAL	20800	2787200
82	NEERUBEN KAMLESHBHAI PATEL	PUBLIC INDIVIDUAL	20800	2787200
83	HINAL PATEL	PUBLIC INDIVIDUAL	20800	2787200
84	VISHALBHAI R KANANI	PUBLIC INDIVIDUAL	19200	2572800
85	UTTAMKUMAR MOHANLAL JAIN	PUBLIC INDIVIDUAL	40000	5360000
86	DHRUV MINESHKUMAR PATEL	PUBLIC INDIVIDUAL	14400	1929600
87	BHAVESH RAMNIKLAL GALA	PUBLIC INDIVIDUAL	14400	1929600
88	DHARMENDRA JAIN	PUBLIC INDIVIDUAL	14400	1929600
89	DILIP KUMAR SANKLECHA	PUBLIC INDIVIDUAL	14400	1929600
90	BHARAT CHUNILAL SHAH	PUBLIC INDIVIDUAL	14400	1929600
91	DILIP BHIKAMCHAND SETHIA	PUBLIC INDIVIDUAL	14400	1929600
92	SACHIN GARG	PUBLIC INDIVIDUAL	33600	4502400
93	NIKHIL LALIT AGARWAL	PUBLIC INDIVIDUAL	19200	2572800
94	RAHUL CHOUDHARY HUF	PUBLIC INDIVIDUAL HUF	25600	3430400
95	NIDHISHA SACHIN KHETAN	PUBLIC INDIVIDUAL	11200	1500800
96	NIRANJAN AGARWAL	PUBLIC INDIVIDUAL	16000	2144000
97	VINAY SETHIA	PUBLIC INDIVIDUAL	19200	2572800
98	SEEMA KEDIA	PUBLIC INDIVIDUAL	17600	2358400
99	SHILPI GUPTA	PUBLIC INDIVIDUAL	17600	2358400
100	SWATI JALAN	PUBLIC INDIVIDUAL	17600	2358400
101	SHIV SHANKAR BIHANI	PUBLIC INDIVIDUAL	12800	1715200
102	DEEPAK VERMA	PUBLIC INDIVIDUAL	16000	2144000
103	KASHISH JHAWAR	PUBLIC INDIVIDUAL	16000	2144000
104	MONA KEDIA	PUBLIC INDIVIDUAL	11200	1500800
105	CHINTAN JHAVERI (HUF)	PUBLIC INDIVIDUAL HUF	14400	1929600
106	POONAM TULSAN	PUBLIC INDIVIDUAL	8000	1072000
107	INNOCENT TRADELINK PRIVATE	PUBLIC BODY	54400	7289600

	LIMITED	CORPORATE		
108	CHANDRIKABEN U. JAIN	PUBLIC INDIVIDUAL	16000	2144000
109	RITU LUNIA	PUBLIC INDIVIDUAL	40000	5360000
110	RICHA NAHATA	PUBLIC INDIVIDUAL	16000	2144000
111	KAMLADEVI GAUTAMCHAND LUNKAD	PUBLIC INDIVIDUAL	19200	2572800
112	JAIN KETAN KANTILAL	PUBLIC INDIVIDUAL	19200	2572800
113	VIKASKUMAR BHAVARLAL SHAH	PUBLIC INDIVIDUAL	12800	1715200
114	UPASANA DHOOT	PUBLIC INDIVIDUAL	20800	2787200
115	SANDEEP SARAF	PUBLIC INDIVIDUAL	51200	6860800
116	SALONI GHANSHYAM PANSARI	PUBLIC INDIVIDUAL	16000	2144000
117	JAY GUPTA	PUBLIC INDIVIDUAL	19200	2572800
118	SEEMA SONTHALIA	PUBLIC INDIVIDUAL	25600	3430400
119	HARISH MUNDHRA	PUBLIC INDIVIDUAL	8000	1072000
120	DEEPAK AGARWAL	PUBLIC INDIVIDUAL	8000	1072000
121	RAJ KUMAR JAIN	PUBLIC INDIVIDUAL	8000	1072000
122	PRAVEEN NIRMAL JAIN	PUBLIC INDIVIDUAL	8000	1072000
123	RATANESH KUMAR MANDOWARA	PUBLIC INDIVIDUAL	8000	1072000
124	RICHA SONTHALIA	PUBLIC INDIVIDUAL	19200	2572800
125	SANDEEP GUPTA	PUBLIC INDIVIDUAL	8000	1072000
126	PRATEEK DIWAN	PUBLIC INDIVIDUAL	16000	2144000
		Total	44,00,000	58,96,00,000

9. The number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as the price

The Company has not made any preferential allotment during the current financial year FY 2024-25.

10. Maximum number of securities to be issued

The resolution set out in the accompanying notice authorises the Board to raise funds aggregating upto Rs. 58,96,00,000/- (Rupees Fifty-Eight Crores Ninety-Six Lakhs Only) by way of issuance of upto 44,00,000 (Forty Four Lakhs) Fully Convertible Warrants, each convertible into, or exchangeable for, 1 (one) fully paid-up Equity Share of the Company of face value of Rs. 10/- (Rupees Ten only) each at a price of Rs. 134/- each payable in cash.

Minimum amount of Rs. 14, 74, 00,000/- (Rupees Fourteen Crores Seventy-Four Lakhs Only) which is equivalent to 25% (twenty-five percent) of the Warrants Issue Price shall be paid at the time of subscription and allotment of each Warrant. The Warrant holder will be required to make further payments of Rs. 44, 22, 00,000/- (Rupees Forty-Four Crores Twenty-Two Lakhs only) which is equivalent to 75% (Seventy-Five percent) of the Warrants Issue Price at the time of exercise of the right attached to the Warrant(s) to subscribe to Equity Share(s).

11. Intent of the promoters, directors or key managerial personnel of the Company to subscribe to the offer

Six of the proposed allottees are the person belonging to the Promoter and Promoter Group of the Company namely Bharat Brijlal Bhatia, Rameshchand Chanduram Bhatia, Sonal Bharat Bhatia, Madhu Brijlal Bhatia, Reena Rameshchand Bhatia and Dhawal Rameshchandra Bhatia. The Company has received an investment commitment letter from our Promoter/Promoter Group, Bharat Brijlal Bhatia, Rameshchand Chanduram Bhatia, Sonal Bharat Bhatia, Madhu Brijlal Bhatia, Reena Rameshchand Bhatia and Dhawal Rameshchandra Bhatia indicating their intention to invest an aggregate amount up to an amount of Rs. 29, 48, 00,000 (Rupees Twenty-Nine Crores Forty-Eight Lakhs Only) in the Company through this Preferential Issue, subject to customary closing conditions.

Apart from our Promoter/Promoter Group Bharat Brijlal Bhatia, Rameshchand Chanduram Bhatia, Sonal Bharat Bhatia, Madhu Brijlal Bhatia, Reena Rameshchand Bhatia and Dhawal Rameshchandra Bhatia, none of the promoters, members of the promoter group, directors or key managerial personnel of the Company intend to participate or subscribe to the offer.

12. Shareholding pattern of the Company before and after the Preferential Issue

The Shareholding Pattern of the issuer before and after the preferential issue is attached as **Annexure-A**.

13. Time frame within which the Proposed Preferential Issue shall be completed

In accordance with Regulation 170 of the SEBI ICDR Regulations, the allotment of the Fully Convertible Warrants shall be completed within a period of 15 (fifteen) days from the date of passing of the resolution by the shareholders, provided that where the allotment is pending on account of pendency of any approval(s) or permission(s) from any regulatory authority / body, the allotment shall be completed by the Company within a period of 15 (fifteen) days from the date of such approval(s) or permission(s).

The warrants may be exercised by the Warrant Holder(s)/ Proposed Allottee(s), in one or more tranches, at any time on or before the expiry of 18 (Eighteen) months from the date of allotment of the warrants by issuing a written notice to the Company specifying the number of warrants proposed to be exercised along with the aggregate amount payable thereon. The Company shall accordingly, without any further approval from the shareholders of the Company, allot the corresponding number of Equity Shares in dematerialized form.

14. Principal terms of assets charged as securities

Not applicable.

15. Material terms of raising such securities

The material terms for the Preferential Issue of Warrants to the Proposed Allottees is set out below:

• Tenure:

The Warrants shall be convertible into Equity Shares within a period of 18 (eighteen) months from the date of allotment of the Warrants.

• Conversion and other related matters:

- (i) The Warrant holder shall have the right to convert all the outstanding Warrants into fully paid-up equity shares of the Company of face value of Rs. 10 (Rupees Ten only) each, in one or more tranches, by delivering a notice of conversion ("Conversion Notice") to the Company requesting the conversion of the outstanding Warrants into equity shares, on the date designated as the specified conversion date in the Conversion Notice ("Conversion Date").
- (ii) The conversion ratio is 1 (one) equity share in lieu of 1 (one) Warrant.
- (iii) Prior to the Conversion Date, the Warrant holder shall pay the Warrant exercise amount for the outstanding Warrants it proposes to convert, and the Company shall, upon receipt of such payment in the designated bank account, on the Conversion Date, in accordance with applicable law to issue and allot Equity Shares (free and clear of all encumbrances other than any lock-in prescribed under applicable law) to the Warrant holder in lieu of the relevant Warrants
- (iv) The Company shall file the certificate from its statutory auditor with the Stock Exchange, confirming that the Company has received the Warrant exercise amount in compliance with Regulation 169(4) of the SEBI ICDR Regulations from the Warrant holder and the relevant documents thereof are maintained by the Company as on the date of certification.
- (v) The Company shall issue and allot the Equity Shares to the Warrant holder in dematerialized form and seek final approval from the Stock Exchange for listing the Equity Shares allotted to the Warrant holder pursuant to conversion of the Warrants. All Equity Shares (upon conversion of the Warrants) shall be credited into the Warrant holder's demat account within 7 (seven) business days from the Conversion Date.
- (vi) The Warrant holder shall make the relevant disclosures required under applicable law, including the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended, in relation to the Preferential Issue and conversion of the Warrants.

(vii) The procedure for conversion of Warrants into Equity Shares set out above shall be applicable for conversion of each Warrant into Equity Shares, irrespective of the number of tranches in which the Warrant holder issues a Conversion Notice in accordance with Paragraph (i) above.

• **Lock-in**

The Warrants and the equity shares issued upon conversion of the Warrants shall be locked in, accordance with Chapter V of the SEBI ICDR Regulations. The entire pre-preferential allotment shareholding of the Proposed Allottee, if any, shall be locked-in as per Regulation 167 of SEBI ICDR Regulations.

• **Rights**

The Warrants shall not carry any voting rights until they are converted into Equity Shares.

16. Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and / or who ultimately control the Proposed Allottees

Sr. no.	Name of Proposed allottees	Ultimate Beneficial Owner	Pre-Preferential Issue		No. of Equity Shares proposed to be allotted	Post- Preferential Issue ***	
			No. of shares held	% of share holding		No. of shares held	% of share holding
1	BHARAT BRIJLAL BHATIA	NOT APPLICABLE*	1528750	12.50	752000	2280750	13.71
2	RAMESHCHAND CHANDURAM BHATIA	NOT APPLICABLE*	1320000	10.79	955200	2275200	13.68
3	SONAL BHARAT BHATIA	NOT APPLICABLE*	600000	4.90	123200	723200	4.35
4	MADHU BRIJLAL BHATIA	NOT APPLICABLE*	600000	4.90	123200	723200	4.35
5	REENA RAMESHCHAND BHATIA	NOT APPLICABLE*	600000	4.90	123200	723200	4.35
6	DHAWAL RAMESHCHANDRA BHATIA	NOT APPLICABLE*	600000	4.90	123200	723200	4.35
7	VINOD KUMAR KANODIA	NOT APPLICABLE*	NIL	NIL	19200	19200	0.12
8	KESHAV SHAILESH SARRAF	NOT APPLICABLE*	NIL	NIL	19200	19200	0.12
9	SURESH CHANDRA SHANKERLAL BAPNA	NOT APPLICABLE*	NIL	NIL	19200	19200	0.12
10	DINESH GOKULBHAI BHIMANI	NOT APPLICABLE*	NIL	NIL	19200	19200	0.12
11	SHAUNAK ATULBHAI JOSHI	NOT APPLICABLE*	NIL	NIL	8000	8000	0.05
12	PARTH YOGESHKUMAR KHAMBHOLIYA	NOT APPLICABLE*	NIL	NIL	8000	8000	0.05
13	VIRENDRA	NOT	NIL	NIL	11200	11200	0.07

	KUMAR TADI	APPLICABLE*					
14	AKUL ARORA	NOT APPLICABLE*	NIL	NIL	11200	11200	0.07
15	PRADEEP KUMAR KABRA	NOT APPLICABLE*	NIL	NIL	11200	11200	0.07
16	KANCHAN DEVI BAHETI	NOT APPLICABLE*	NIL	NIL	49600	49600	0.30
17	KASHYAP RANJITSINH JADAV	NOT APPLICABLE*	NIL	NIL	8000	8000	0.05
18	VISHALKUMAR HARJIBHAI GHORI	NOT APPLICABLE*	NIL	NIL	14400	14400	0.09
19	VIRESHBHAI C KASLIWAL HUF	VIRESH CHIRANJI KASLIWAL**	NIL	NIL	8000	8000	0.05
20	HALCYON ENTERPRISE	KUNAL LAPSIWALA JOINTLY HELD WITH HALCYON ENTERPRISE	NIL	NIL	8000	8000	0.05
21	SUFIYAN GULAMRASUL DADABHAI	NOT APPLICABLE*	NIL	NIL	8000	8000	0.05
22	MOHAMMED JAVED MOHAMMED HAYAT KHAN	NOT APPLICABLE*	NIL	NIL	8000	8000	0.05
23	NILESH M BELADIA	NOT APPLICABLE*	NIL	NIL	6400	6400	0.04
24	NITINBHAI RAVJIBHAI PATEL	NOT APPLICABLE*	NIL	NIL	4800	4800	0.03
25	MANJU JAIN	NOT APPLICABLE*	NIL	NIL	8000	8000	0.05
26	AAKASH ASHOK BAREJA	NOT APPLICABLE*	NIL	NIL	112000	112000	0.67
27	RAJIV LEKHRAJ CHUGH	NOT APPLICABLE*	NIL	NIL	11200	11200	0.07
28	NISHA DAYANAND NARANG	NOT APPLICABLE*	NIL	NIL	11200	11200	0.07
29	RISHAB SANJAY JAIN	NOT APPLICABLE*	NIL	NIL	11200	11200	0.07
30	VANDANA VIJAY ARORA	NOT APPLICABLE*	NIL	NIL	11200	11200	0.07
31	AANSHIJITENDRA BAHADUR SINGH	NOT APPLICABLE*	NIL	NIL	8000	8000	0.05
32	SATISHKUMAR HARGOPAL NANDWANI	NOT APPLICABLE*	NIL	NIL	8000	8000	0.05
33	RAJUBHAI PREMJBHAI VANANI	NOT APPLICABLE*	NIL	NIL	11200	11200	0.07
34	SAINI RAJVINDER ABHISHEK	NOT APPLICABLE*	NIL	NIL	8000	8000	0.05
35	SANJAY KUMAR JAIN HUF	SANJAY DAYAPRAKASH JAIN**	NIL	NIL	8000	8000	0.05
36	MANOJ U PALGOTA	NOT APPLICABLE*	NIL	NIL	19200	19200	0.12

37	DIMPLE JAIN	NOT APPLICABLE*	NIL	NIL	9600	9600	0.06
38	ROHIT SURANA	NOT APPLICABLE*	NIL	NIL	19200	19200	0.12
39	HARSHAD RASIKLAL SHETH	NOT APPLICABLE*	NIL	NIL	76800	76800	0.46
40	CHETAN KUMAR AGGARWAL	NOT APPLICABLE*	3200	0.03	19200	22400	0.13
41	VAIBHAV KOTHARI	NOT APPLICABLE*	NIL	NIL	19200	19200	0.12
42	KHUSHALI BOCHIWAL	NOT APPLICABLE*	NIL	NIL	19200	19200	0.12
43	VIKAS JAIN	NOT APPLICABLE*	NIL	NIL	19200	19200	0.12
44	DAGA CAPITAL	LALITKUMAR MANIKCHAND DAGA JOINTLY HELD WITH DAGA CAPITAL	NIL	NIL	100800	100800	0.61
45	AGARWAL SABITA	NOT APPLICABLE*	NIL	NIL	70400	70400	0.42
46	KIRAN DEVI	NOT APPLICABLE*	NIL	NIL	25600	25600	0.15
47	PINKY	NOT APPLICABLE*	NIL	NIL	25600	25600	0.15
48	NORATAN KUMAR DUGAR	NOT APPLICABLE*	NIL	NIL	11200	11200	0.07
49	PRADEEP BOTHRA	NOT APPLICABLE*	NIL	NIL	11200	11200	0.07
50	MANJULA NAHATA	NOT APPLICABLE*	NIL	NIL	38400	38400	0.23
51	BRIJWASI VINIMAY PVT LTD	PUNEET MADHOGARIA	NIL	NIL	51200	51200	0.31
52	GAUTAM MAKHARIA	NOT APPLICABLE*	NIL	NIL	11200	11200	0.07
53	BALDEV TEXTILE MILLS PVT LTD	LAXMIKANT RAMSWAROOP PUROHIT	NIL	NIL	11200	11200	0.07
54	MADHURI JAIN BHANSALI	NOT APPLICABLE*	NIL	NIL	8000	8000	0.05
55	JAYA MAROTHI	NOT APPLICABLE*	NIL	NIL	8000	8000	0.05
56	NEHA MITTAL	NOT APPLICABLE*	NIL	NIL	11200	11200	0.07
57	KIMI GUPTA	NOT APPLICABLE*	NIL	NIL	11200	11200	0.07
58	GOGAD KRUTIKA DILIP	NOT APPLICABLE*	NIL	NIL	8000	8000	0.05
59	ARVIND KUMAR BENGANI & SONS HUF	ARVIND KUMAR BENGANI**	NIL	NIL	12800	12800	0.08
60	NAVRATAN MAL SANCHETI	NOT APPLICABLE*	NIL	NIL	11200	11200	0.07
61	KARISHMA KOCHAR	NOT APPLICABLE*	NIL	NIL	11200	11200	0.07
62	ANKIT JAIN	NOT APPLICABLE*	NIL	NIL	3200	3200	0.02
63	SHRIYANSH KUMAR PUGALIA	NOT APPLICABLE*	NIL	NIL	8000	8000	0.05
64	SIDDHATH	SIDDHATH	NIL	NIL	4800	4800	0.03

	BOTHTRA HUF	FUSHRAJ BOTHTRA**					
65	LOKESH PATAWARI	NOT APPLICABLE*	NIL	NIL	3200	3200	0.02
66	VIDHI JINENDRA BOTHTRA	NOT APPLICABLE*	NIL	NIL	3200	3200	0.02
67	KHUSHAAL BOTHTRA	NOT APPLICABLE*	NIL	NIL	3200	3200	0.02
68	NISHITA JINENDRA BOTHTRA	NOT APPLICABLE*	NIL	NIL	3200	3200	0.02
69	BHAVISHYA JAIN	NOT APPLICABLE*	NIL	NIL	3200	3200	0.02
70	SONAM BHARGAVA	NOT APPLICABLE*	NIL	NIL	3200	3200	0.02
71	RUPAL JAYESH MADHANI	NOT APPLICABLE*	NIL	NIL	19200	19200	0.12
72	TANISHA FATESAIRA	NOT APPLICABLE*	NIL	NIL	19200	19200	0.12
73	GEETADEVI GHANSHYAMDAS ASAWA	NOT APPLICABLE*	NIL	NIL	19200	19200	0.12
74	VIJETA PAWAN DAGA	NOT APPLICABLE*	NIL	NIL	19200	19200	0.12
75	JIGNESH RAMESHCHANDR A SUBA HUF	JIGNESH RAMESHCHAN DRA SUBA**	NIL	NIL	19200	19200	0.12
76	NISHIT JAIN	NOT APPLICABLE*	NIL	NIL	25600	25600	0.15
77	ANIKET MEHTA	NOT APPLICABLE*	NIL	NIL	19200	19200	0.12
78	SAROJBEN MANOJBHAI PATEL	NOT APPLICABLE*	NIL	NIL	19200	19200	0.12
79	MANOJKUMAR JAGDISHBHAI PATEL	NOT APPLICABLE*	NIL	NIL	38400	38400	0.23
80	KEYABEN YASHKUMAR PATEL	NOT APPLICABLE*	NIL	NIL	19200	19200	0.12
81	YASHKUMAR MUKESHBHAI	NOT APPLICABLE*	NIL	NIL	20800	20800	0.13
82	NEERUBEN KAMLESHBHAI PATEL	NOT APPLICABLE*	NIL	NIL	20800	20800	0.13
83	HINAL PATEL	NOT APPLICABLE*	NIL	NIL	20800	20800	0.13
84	VISHALBHAI R KANANI	NOT APPLICABLE*	NIL	NIL	19200	19200	0.12
85	UTTAMKUMAR MOHANLAL JAIN	NOT APPLICABLE*	NIL	NIL	40000	40000	0.24
86	DHRUV MINESHKUMAR PATEL	NOT APPLICABLE*	NIL	NIL	14400	14400	0.09
87	BHAVESH RAMNIKLAL GALA	NOT APPLICABLE*	NIL	NIL	14400	14400	0.09
88	DHARMENDRA JAIN	NOT APPLICABLE*	NIL	NIL	14400	14400	0.09
89	DILIP KUMAR SANKLECHA	NOT APPLICABLE*	1600	0.01	14400	16000	0.10

90	BHARAT CHUNILAL SHAH	NOT APPLICABLE*	NIL	NIL	14400	14400	0.09
91	DILIP BHIKAMCHAND SETHIA	NOT APPLICABLE*	NIL	NIL	14400	14400	0.09
92	SACHIN GARG	NOT APPLICABLE*	NIL	NIL	33600	33600	0.20
93	NIKHIL LALIT AGARWAL	NOT APPLICABLE*	NIL	NIL	19200	19200	0.12
94	RAHUL CHOUDHARY HUF	RAHUL CHOUDHARY**	NIL	NIL	25600	25600	0.15
95	NIDHISHA SACHIN KHETAN	NOT APPLICABLE*	NIL	NIL	11200	11200	0.07
96	NIRANJAN AGARWAL	NOT APPLICABLE*	NIL	NIL	16000	16000	0.10
97	VINAY SETHIA	NOT APPLICABLE*	NIL	NIL	19200	19200	0.12
98	SEEMA KEDIA	NOT APPLICABLE*	NIL	NIL	17600	17600	0.11
99	SHILPI GUPTA	NOT APPLICABLE*	NIL	NIL	17600	17600	0.11
100	SWATI JALAN	NOT APPLICABLE*	NIL	NIL	17600	17600	0.11
101	SHIV SHANKAR BIHANI	NOT APPLICABLE*	NIL	NIL	12800	12800	0.08
102	DEEPAK VERMA	NOT APPLICABLE*	NIL	NIL	16000	16000	0.10
103	KASHISH JHAWAR	NOT APPLICABLE*	NIL	NIL	16000	16000	0.10
104	MONA KEDIA	NOT APPLICABLE*	NIL	NIL	11200	11200	0.07
105	CHINTAN JHAVERI (HUF)	CHINTAN N JHAVERI**	NIL	NIL	14400	14400	0.09
106	POONAM TULSAN	NOT APPLICABLE*	NIL	NIL	8000	8000	0.05
107	INNOCENT TRADELINK PRIVATE LIMITED	SHIV RATAN KARNANI	NIL	NIL	54400	54400	0.33
108	CHANDRIKABEN U. JAIN	NOT APPLICABLE*	NIL	NIL	16000	16000	0.10
109	RITU LUNIA	NOT APPLICABLE*	NIL	NIL	40000	40000	0.24
110	RICHA NAHATA	NOT APPLICABLE*	NIL	NIL	16000	16000	0.10
111	KAMLADEVI GAUTAMCHAND LUNKAD	NOT APPLICABLE*	NIL	NIL	19200	19200	0.12
112	JAIN KETAN KANTILAL	NOT APPLICABLE*	NIL	NIL	19200	19200	0.12
113	VIKASKUMAR BHAVARLAL SHAH	NOT APPLICABLE*	NIL	NIL	12800	12800	0.08
114	UPASANA DHOOT	NOT APPLICABLE*	NIL	NIL	20800	20800	0.13
115	SANDEEP SARAF	NOT APPLICABLE*	NIL	NIL	51200	51200	0.31
116	SALONI GHANSHYAM PANSARI	NOT APPLICABLE*	NIL	NIL	16000	16000	0.10
117	JAY GUPTA	NOT APPLICABLE*	NIL	NIL	19200	19200	0.12

118	SEEMA SONTHALIA	NOT APPLICABLE*	NIL	NIL	25600	25600	0.15
119	HARISH MUNDHRA	NOT APPLICABLE*	NIL	NIL	8000	8000	0.05
120	DEEPAK AGARWAL	NOT APPLICABLE*	NIL	NIL	8000	8000	0.05
121	RAJ KUMAR JAIN	NOT APPLICABLE*	NIL	NIL	8000	8000	0.05
122	PRAVEEN NIRMAL JAIN	NOT APPLICABLE*	NIL	NIL	8000	8000	0.05
123	RATANESH KUMAR MANDOWARA	NOT APPLICABLE*	NIL	NIL	8000	8000	0.05
124	RICHA SONTHALIA	NOT APPLICABLE*	NIL	NIL	19200	19200	0.12
125	SANDEEP GUPTA	NOT APPLICABLE*	NIL	NIL	8000	8000	0.05
126	PRATEEK DIWAN	NOT APPLICABLE*	NIL	NIL	16000	16000	0.10

* Allottee being a Natural person.

** Being Karta, he is a Beneficial Owner of HUF.

***The post preferential percentage of shareholding has been calculated assuming that all the warrants allotted will be converted into Equity Shares of the Company.

17. The percentage of the post-preferential issue capital that may be held by the Proposed Allottees (as defined hereinabove) and change in control, if any, in the Company consequent to the Preferential Issue:

Name of the Proposed Allottee	Category of the Proposed Allottee	Pre-Issue % Holding	Number of Equity Shares proposed to be allotted or to be allotted post conversion of Warrants into Equity	Post Issue % Holding*
BHARAT BRIJLAL BHATIA	PROMOTER	12.50	752000	13.71
RAMESHCHAND CHANDURAM BHATIA	PROMOTER	10.79	955200	13.68
SONAL BHARAT BHATIA	PROMOTER GROUP	4.90	123200	4.35
MADHU BRIJLAL BHATIA	PROMOTER GROUP	4.90	123200	4.35
REENA RAMESHCHAND BHATIA	PROMOTER GROUP	4.90	123200	4.35
DHAWAL RAMESHCHANDRA BHATIA	PROMOTER GROUP	4.90	123200	4.35
VINOD KUMAR KANODIA	PUBLIC INDIVIDUAL	NIL	19200	0.12
KESHAV SHAILESH SARRAF	PUBLIC INDIVIDUAL	NIL	19200	0.12
SURESH CHANDRA SHANKERLAL BAPNA	PUBLIC INDIVIDUAL	NIL	19200	0.12
DINESH GOKULBHAI BHIMANI	PUBLIC INDIVIDUAL	NIL	19200	0.12
SHAUNAK ATULBHAI JOSHI	PUBLIC INDIVIDUAL	NIL	8000	0.05
PARTH YOGESHKUMAR KHAMBHOLIYA	PUBLIC INDIVIDUAL	NIL	8000	0.05

VIRENDRA KUMAR TADI	PUBLIC INDIVIDUAL	NIL	11200	0.07
AKUL ARORA	PUBLIC INDIVIDUAL	NIL	11200	0.07
PRADEEP KUMAR KABRA	PUBLIC INDIVIDUAL	NIL	11200	0.07
KANCHAN DEVI BAHETI	PUBLIC INDIVIDUAL	NIL	49600	0.30
KASHYAP RANJITSINH JADAV	PUBLIC INDIVIDUAL	NIL	8000	0.05
VISHALKUMAR HARJIBHAI GHORI	PUBLIC INDIVIDUAL	NIL	14400	0.09
VIRESHBHAI C KASLIWAL HUF	PUBLIC INDIVIDUAL HUF	NIL	8000	0.05
HALCYON ENTERPRISE	PUBLIC PARTNERSHIP FIRM	NIL	8000	0.05
SUFIYAN GULAMRASUL DADABHAI	PUBLIC INDIVIDUAL	NIL	8000	0.05
MOHAMMED JAVED MOHAMMED HAYAT KHAN	PUBLIC INDIVIDUAL	NIL	8000	0.05
NILESH M BELADIA	PUBLIC INDIVIDUAL	NIL	6400	0.04
NITINBHAI RAVJIBHAI PATEL	PUBLIC INDIVIDUAL	NIL	4800	0.03
MANJU JAIN	PUBLIC INDIVIDUAL	NIL	8000	0.05
AAKASH ASHOK BAREJA	PUBLIC INDIVIDUAL	NIL	112000	0.67
RAJIV LEKHRAJ CHUGH	PUBLIC INDIVIDUAL	NIL	11200	0.07
NISHA DAYANAND NARANG	PUBLIC INDIVIDUAL	NIL	11200	0.07
RISHAB SANJAY JAIN	PUBLIC INDIVIDUAL	NIL	11200	0.07
VANDANA VIJAY ARORA	PUBLIC INDIVIDUAL	NIL	11200	0.07
AANSHIJITENDRA BAHADUR SINGH	PUBLIC INDIVIDUAL	NIL	8000	0.05
SATISHKUMAR HARGOPAL NANDWANI	PUBLIC INDIVIDUAL	NIL	8000	0.05
RAJUBHAI PREMJBHAI VANANI	PUBLIC INDIVIDUAL	NIL	11200	0.07
SAINI RAJVINDER ABHISHEK	PUBLIC INDIVIDUAL	NIL	8000	0.05
SANJAY KUMAR JAIN HUF	PUBLIC INDIVIDUAL HUF	NIL	8000	0.05
MANOJ U PALGOTA	PUBLIC INDIVIDUAL	NIL	19200	0.12
DIMPLE JAIN	PUBLIC INDIVIDUAL	NIL	9600	0.06
ROHIT SURANA	PUBLIC INDIVIDUAL	NIL	19200	0.12
HARSHAD RASIKLAL SHETH	PUBLIC INDIVIDUAL	NIL	76800	0.46
CHETAN KUMAR AGGARWAL	PUBLIC INDIVIDUAL	0.03	19200	0.13
VAIBHAV KOTHARI	PUBLIC INDIVIDUAL	NIL	19200	0.12
KHUSHALI BOCHIWAL	PUBLIC	NIL	19200	0.12

	INDIVIDUAL			
VIKAS JAIN	PUBLIC INDIVIDUAL	NIL	19200	0.12
DAGA CAPITAL	PUBLIC PARTNERSHIP FIRM	NIL	100800	0.61
AGARWAL SABITA	PUBLIC INDIVIDUAL	NIL	70400	0.42
KIRAN DEVI	PUBLIC INDIVIDUAL	NIL	25600	0.15
PINKY	PUBLIC INDIVIDUAL	NIL	25600	0.15
NORATAN KUMAR DUGAR	PUBLIC INDIVIDUAL	NIL	11200	0.07
PRADEEP BOTHRA	PUBLIC INDIVIDUAL	NIL	11200	0.07
MANJULA NAHATA	PUBLIC INDIVIDUAL	NIL	38400	0.23
BRIJWASI VINIMAY PVT LTD	PUBLIC BODY CORPORATE	NIL	51200	0.31
GAUTAM MAKHARIA	PUBLIC INDIVIDUAL	NIL	11200	0.07
BALDEV TEXTILE MILLS PVT LTD	PUBLIC BODY CORPORATE	NIL	11200	0.07
MADHURI JAIN BHANSALI	PUBLIC INDIVIDUAL	NIL	8000	0.05
JAYA MAROTHI	PUBLIC INDIVIDUAL	NIL	8000	0.05
NEHA MITTAL	PUBLIC INDIVIDUAL	NIL	11200	0.07
KIMI GUPTA	PUBLIC INDIVIDUAL	NIL	11200	0.07
GOGAD KRUTIKA DILIP	PUBLIC INDIVIDUAL	NIL	8000	0.05
ARVIND KUMAR BENGANI & SONS HUF	PUBLIC INDIVIDUAL HUF	NIL	12800	0.08
NAVRATAN MAL SANCHETI	PUBLIC INDIVIDUAL	NIL	11200	0.07
KARISHMA KOCHAR	PUBLIC INDIVIDUAL	NIL	11200	0.07
ANKIT JAIN	PUBLIC INDIVIDUAL	NIL	3200	0.02
SHRIYANSH KUMAR PUGALIA	PUBLIC INDIVIDUAL	NIL	8000	0.05
SIDDHATH BOTHRA HUF	PUBLIC INDIVIDUAL HUF	NIL	4800	0.03
LOKESH PATAWARI	PUBLIC INDIVIDUAL	NIL	3200	0.02
VIDHI JINENDRA BOTHRA	PUBLIC INDIVIDUAL	NIL	3200	0.02
KHUSHAAL BOTHRA	PUBLIC INDIVIDUAL	NIL	3200	0.02
NISHITA JINENDRA BOTHRA	PUBLIC INDIVIDUAL	NIL	3200	0.02
BHAVISHYA JAIN	PUBLIC INDIVIDUAL	NIL	3200	0.02
SONAM BHARGAVA	PUBLIC INDIVIDUAL	NIL	3200	0.02
RUPAL JAYESH MADHANI	PUBLIC INDIVIDUAL	NIL	19200	0.12

TANISHA FATESAIRA	PUBLIC INDIVIDUAL	NIL	19200	0.12
GEETADEVI GHANSHYAMDAS ASAWA	PUBLIC INDIVIDUAL	NIL	19200	0.12
VIJETA PAWAN DAGA	PUBLIC INDIVIDUAL	NIL	19200	0.12
JIGNESH RAMESHCHANDRA SUBA HUF	PUBLIC INDIVIDUAL HUF	NIL	19200	0.12
NISHIT JAIN	PUBLIC INDIVIDUAL	NIL	25600	0.15
ANIKET MEHTA	PUBLIC INDIVIDUAL	NIL	19200	0.12
SAROJBEN MANOJBHAI PATEL	PUBLIC INDIVIDUAL	NIL	19200	0.12
MANOJKUMAR JAGDISHBHAI PATEL	PUBLIC INDIVIDUAL	NIL	38400	0.23
KEYABEN YASHKUMAR PATEL	PUBLIC INDIVIDUAL	NIL	19200	0.12
YASHKUMAR MUKESHBHAI	PUBLIC INDIVIDUAL	NIL	20800	0.13
NEERUBEN KAMLESHBHAI PATEL	PUBLIC INDIVIDUAL	NIL	20800	0.13
HINAL PATEL	PUBLIC INDIVIDUAL	NIL	20800	0.13
VISHALBHAI R KANANI	PUBLIC INDIVIDUAL	NIL	19200	0.12
UTTAMKUMAR MOHANLAL JAIN	PUBLIC INDIVIDUAL	NIL	40000	0.24
DHRUV MINESHKUMAR PATEL	PUBLIC INDIVIDUAL	NIL	14400	0.09
BHAVESH RAMNIKLAL GALA	PUBLIC INDIVIDUAL	NIL	14400	0.09
DHARMENDRA JAIN	PUBLIC INDIVIDUAL	NIL	14400	0.09
DILIP KUMAR SANKLECHA	PUBLIC INDIVIDUAL	0.01	14400	0.10
BHARAT CHUNILAL SHAH	PUBLIC INDIVIDUAL	NIL	14400	0.09
DILIP BHIKAMCHAND SETHIA	PUBLIC INDIVIDUAL	NIL	14400	0.09
SACHIN GARG	PUBLIC INDIVIDUAL	NIL	33600	0.20
NIKHIL LALIT AGARWAL	PUBLIC INDIVIDUAL	NIL	19200	0.12
RAHUL CHOUDHARY HUF	PUBLIC INDIVIDUAL HUF	NIL	25600	0.15
NIDHISHA SACHIN KHETAN	PUBLIC INDIVIDUAL	NIL	11200	0.07
NIRANJAN AGARWAL	PUBLIC INDIVIDUAL	NIL	16000	0.10
VINAY SETHIA	PUBLIC INDIVIDUAL	NIL	19200	0.12
SEEMA KEDIA	PUBLIC INDIVIDUAL	NIL	17600	0.11
SHILPI GUPTA	PUBLIC INDIVIDUAL	NIL	17600	0.11
SWATI JALAN	PUBLIC INDIVIDUAL	NIL	17600	0.11
SHIV SHANKAR BIHANI	PUBLIC INDIVIDUAL	NIL	12800	0.08

DEEPAK VERMA	PUBLIC INDIVIDUAL	NIL	16000	0.10
KASHISH JHAWAR	PUBLIC INDIVIDUAL	NIL	16000	0.10
MONA KEDIA	PUBLIC INDIVIDUAL	NIL	11200	0.07
CHINTAN JHAVERI (HUF)	PUBLIC INDIVIDUAL HUF	NIL	14400	0.09
POONAM TULSAN	PUBLIC INDIVIDUAL	NIL	8000	0.05
INNOCENT TRADELINK PRIVATE LIMITED	PUBLIC BODY CORPORATE	NIL	54400	0.33
CHANDRIKABEN U. JAIN	PUBLIC INDIVIDUAL	NIL	16000	0.10
RITU LUNIA	PUBLIC INDIVIDUAL	NIL	40000	0.24
RICHA NAHATA	PUBLIC INDIVIDUAL	NIL	16000	0.10
KAMLADEVI GAUTAMCHAND LUNKAD	PUBLIC INDIVIDUAL	NIL	19200	0.12
JAIN KETAN KANTILAL	PUBLIC INDIVIDUAL	NIL	19200	0.12
VIKASKUMAR BHAVARLAL SHAH	PUBLIC INDIVIDUAL	NIL	12800	0.08
UPASANA DHOOT	PUBLIC INDIVIDUAL	NIL	20800	0.13
SANDEEP SARAF	PUBLIC INDIVIDUAL	NIL	51200	0.31
SALONI GHANSHYAM PANSARI	PUBLIC INDIVIDUAL	NIL	16000	0.10
JAY GUPTA	PUBLIC INDIVIDUAL	NIL	19200	0.12
SEEMA SONTHALIA	PUBLIC INDIVIDUAL	NIL	25600	0.15
HARISH MUNDHRA	PUBLIC INDIVIDUAL	NIL	8000	0.05
DEEPAK AGARWAL	PUBLIC INDIVIDUAL	NIL	8000	0.05
RAJ KUMAR JAIN	PUBLIC INDIVIDUAL	NIL	8000	0.05
PRAVEEN NIRMAL JAIN	PUBLIC INDIVIDUAL	NIL	8000	0.05
RATANESH KUMAR MANDOWARA	PUBLIC INDIVIDUAL	NIL	8000	0.05
RICHA SONTHALIA	PUBLIC INDIVIDUAL	NIL	19200	0.12
SANDEEP GUPTA	PUBLIC INDIVIDUAL	NIL	8000	0.05
PRATEEK DIWAN	PUBLIC INDIVIDUAL	NIL	16000	0.10

* The post preferential percentage of shareholding has been calculated assuming that all the Warrants allotted will be converted into Equity Shares of the Company.

There will be no change in the composition of the Board nor any change in the control of the Company consequent to the Proposed Preferential Issue.

18. Contribution being made by the promoters or directors either as part of the Preferential Issue or separately in furtherance of objects

Up to Rs. 29, 48, 00,000 (Rupees Twenty-Nine Crores Forty Eight Lakhs Only)

19. Undertaking:

The Company hereby undertakes that:

- None of the Company, its Directors or Promoters have been declared as wilful defaulter or fugitive economic offender as defined under the SEBI ICDR Regulations. None of its Directors or Promoter is a fugitive economic offender as defined under the SEBI ICDR Regulations;
- The Company is eligible to make the Preferential Issue to the Proposed Allottees under Chapter V of the SEBI ICDR Regulations;
- As the Equity Shares have been listed for a period of more than ninety days as on the Relevant Date, the provisions of Regulation 164(3) of SEBI ICDR Regulations governing recomputation of the price of shares shall not be applicable;
- The Company shall re-compute the price of the Equity Shares to be allotted under the Preferential Issue, in terms of the provisions of SEBI ICDR Regulations where it is required to do so;
- If the amount payable on account of the re-computation of price is not paid within the time stipulated in the SEBI ICDR Regulations, the Equity Shares to be allotted under the Preferential Issue shall continue to be locked-in till the time such amount is paid by the warrant holder.

20. Current and proposed status of the Proposed Allottees post the Preferential Issue viz. promoter or non-promoter

Name of the Allottees	Current Category	Proposed Category
BHARAT BRIJLAL BHATIA	Promoter	Promoter
RAMESHCHAND CHANDURAM BHATIA	Promoter	Promoter
SONAL BHARAT BHATIA	Promoter Group	Promoter Group
MADHU BRIJLAL BHATIA	Promoter Group	Promoter Group
REENA RAMESHCHAND BHATIA	Promoter Group	Promoter Group
DHAWAL RAMESHCHANDRA BHATIA	Promoter Group	Promoter Group
VINOD KUMAR KANODIA	Non Promoter-Public	Non Promoter-Public
KESHAV SHAILESH SARRAF	Non Promoter-Public	Non Promoter-Public
SURESH CHANDRA SHANKERLAL BAPNA	Non Promoter-Public	Non Promoter-Public
DINESH GOKULBHAI BHIMANI	Non Promoter-Public	Non Promoter-Public
SHAUNAK ATULBHAI JOSHI	Non Promoter-Public	Non Promoter-Public
PARTH YOGESHKUMAR KHAMBHOLIYA	Non Promoter-Public	Non Promoter-Public
VIRENDRA KUMAR TADI	Non Promoter-Public	Non Promoter-Public
AKUL ARORA	Non Promoter-Public	Non Promoter-Public
PRADEEP KUMAR KABRA	Non Promoter-Public	Non Promoter-Public
KANCHAN DEVI BAHETI	Non Promoter-Public	Non Promoter-Public
KASHYAP RANJITSINH JADAV	Non Promoter-Public	Non Promoter-Public
VISHALKUMAR HARJIBHAI GHORI	Non Promoter-Public	Non Promoter-Public
VIRESHBHAI C KASLIWAL HUF	Non Promoter-Public	Non Promoter-Public
HALCYON ENTERPRISE	Non Promoter-Public	Non Promoter-Public
SUFIIYAN GULAMRASUL DADABHAI	Non Promoter-Public	Non Promoter-Public
MOHAMMED JAVED MOHAMMED HAYAT KHAN	Non Promoter-Public	Non Promoter-Public
NILESH M BELADIA	Non Promoter-Public	Non Promoter-Public
NITINBHAI RAVJIBHAI PATEL	Non Promoter-Public	Non Promoter-Public
MANJU JAIN	Non Promoter-Public	Non Promoter-Public
AAKASH ASHOK BAREJA	Non Promoter-Public	Non Promoter-Public

RAJIV LEKHRAJ CHUGH	Non Promoter-Public	Non Promoter-Public
NISHA DAYANAND NARANG	Non Promoter-Public	Non Promoter-Public
RISHAB SANJAY JAIN	Non Promoter-Public	Non Promoter-Public
VANDANA VIJAY ARORA	Non Promoter-Public	Non Promoter-Public
AANSHIJITENDRA BAHADUR SINGH	Non Promoter-Public	Non Promoter-Public
SATISHKUMAR HARGOPAL NANDWANI	Non Promoter-Public	Non Promoter-Public
RAJUBHAI PREMJBHAI VANANI	Non Promoter-Public	Non Promoter-Public
SAINI RAJVINDER ABHISHEK	Non Promoter-Public	Non Promoter-Public
SANJAY KUMAR JAIN HUF	Non Promoter-Public	Non Promoter-Public
MANOJ U PALGOTA	Non Promoter-Public	Non Promoter-Public
DIMPLE JAIN	Non Promoter-Public	Non Promoter-Public
ROHIT SURANA	Non Promoter-Public	Non Promoter-Public
HARSHAD RASIKLAL SHETH	Non Promoter-Public	Non Promoter-Public
CHETAN KUMAR AGGARWAL	Non Promoter-Public	Non Promoter-Public
VAIBHAV KOTHARI	Non Promoter-Public	Non Promoter-Public
KHUSHALI BOCHIWAL	Non Promoter-Public	Non Promoter-Public
VIKAS JAIN	Non Promoter-Public	Non Promoter-Public
DAGA CAPITAL	Non Promoter-Public	Non Promoter-Public
AGARWAL SABITA	Non Promoter-Public	Non Promoter-Public
KIRAN DEVI	Non Promoter-Public	Non Promoter-Public
PINKY	Non Promoter-Public	Non Promoter-Public
NORATAN KUMAR DUGAR	Non Promoter-Public	Non Promoter-Public
PRADEEP BOTHRA	Non Promoter-Public	Non Promoter-Public
MANJULA NAHATA	Non Promoter-Public	Non Promoter-Public
BRIJWASI VINIMAY PVT LTD	Non Promoter-Public	Non Promoter-Public
GAUTAM MAKHARIA	Non Promoter-Public	Non Promoter-Public
BALDEV TEXTILE MILLS PVT LTD	Non Promoter-Public	Non Promoter-Public
MADHURI JAIN BHANSALI	Non Promoter-Public	Non Promoter-Public
JAYA MAROTHI	Non Promoter-Public	Non Promoter-Public
NEHA MITTAL	Non Promoter-Public	Non Promoter-Public
KIMI GUPTA	Non Promoter-Public	Non Promoter-Public
GOGAD KRUTIKA DILIP	Non Promoter-Public	Non Promoter-Public
ARVIND KUMAR BENGANI & SONS HUF	Non Promoter-Public	Non Promoter-Public
NAVRATAN MAL SANCHETI	Non Promoter-Public	Non Promoter-Public
KARISHMA KOCHAR	Non Promoter-Public	Non Promoter-Public
ANKIT JAIN	Non Promoter-Public	Non Promoter-Public
SHRIYANSH KUMAR PUGALIA	Non Promoter-Public	Non Promoter-Public
SIDDHATH BOTHRA HUF	Non Promoter-Public	Non Promoter-Public
LOKESH PATAWARI	Non Promoter-Public	Non Promoter-Public
VIDHI JINENDRA BOTHRA	Non Promoter-Public	Non Promoter-Public
KHUSHAAL BOTHRA	Non Promoter-Public	Non Promoter-Public
NISHITA JINENDRA BOTHRA	Non Promoter-Public	Non Promoter-Public
BHAVISHYA JAIN	Non Promoter-Public	Non Promoter-Public
SONAM BHARGAVA	Non Promoter-Public	Non Promoter-Public
RUPAL JAYESH MADHANI	Non Promoter-Public	Non Promoter-Public
TANISHA FATESAIRA	Non Promoter-Public	Non Promoter-Public
GEETADEVI GHANSHYAMDAS ASAWA	Non Promoter-Public	Non Promoter-Public

VIJETA PAWAN DAGA	Non Promoter-Public	Non Promoter-Public
JIGNESH RAMESHCHANDRA SUBA HUF	Non Promoter-Public	Non Promoter-Public
NISHIT JAIN	Non Promoter-Public	Non Promoter-Public
ANIKET MEHTA	Non Promoter-Public	Non Promoter-Public
SAROJBEN MANOJBHAI PATEL	Non Promoter-Public	Non Promoter-Public
MANOJKUMAR JAGDISHBHAI PATEL	Non Promoter-Public	Non Promoter-Public
KEYABEN YASHKUMAR PATEL	Non Promoter-Public	Non Promoter-Public
YASHKUMAR MUKESHBHAI	Non Promoter-Public	Non Promoter-Public
NEERUBEN KAMLESHBHAI PATEL	Non Promoter-Public	Non Promoter-Public
HINAL PATEL	Non Promoter-Public	Non Promoter-Public
VISHALBHAI R KANANI	Non Promoter-Public	Non Promoter-Public
UTTAMKUMAR MOHANLAL JAIN	Non Promoter-Public	Non Promoter-Public
DHRUV MINESHKUMAR PATEL	Non Promoter-Public	Non Promoter-Public
BHAVESH RAMNIKLAL GALA	Non Promoter-Public	Non Promoter-Public
DHARMENDRA JAIN	Non Promoter-Public	Non Promoter-Public
DILIP KUMAR SANKLECHA	Non Promoter-Public	Non Promoter-Public
BHARAT CHUNILAL SHAH	Non Promoter-Public	Non Promoter-Public
DILIP BHIKAMCHAND SETHIA	Non Promoter-Public	Non Promoter-Public
SACHIN GARG	Non Promoter-Public	Non Promoter-Public
NIKHIL LALIT AGARWAL	Non Promoter-Public	Non Promoter-Public
RAHUL CHOUDHARY HUF	Non Promoter-Public	Non Promoter-Public
NIDHISHA SACHIN KHETAN	Non Promoter-Public	Non Promoter-Public
NIRANJAN AGARWAL	Non Promoter-Public	Non Promoter-Public
VINAY SETHIA	Non Promoter-Public	Non Promoter-Public
SEEMA KEDIA	Non Promoter-Public	Non Promoter-Public
SHILPI GUPTA	Non Promoter-Public	Non Promoter-Public
SWATI JALAN	Non Promoter-Public	Non Promoter-Public
SHIV SHANKAR BIHANI	Non Promoter-Public	Non Promoter-Public
DEEPAK VERMA	Non Promoter-Public	Non Promoter-Public
KASHISH JHAWAR	Non Promoter-Public	Non Promoter-Public
MONA KEDIA	Non Promoter-Public	Non Promoter-Public
CHINTAN JHAVERI (HUF)	Non Promoter-Public	Non Promoter-Public
POONAM TULSAN	Non Promoter-Public	Non Promoter-Public
INNOCENT TRADELINK PRIVATE LIMITED	Non Promoter-Public	Non Promoter-Public
CHANDRIKABEN U. JAIN	Non Promoter-Public	Non Promoter-Public
RITU LUNIA	Non Promoter-Public	Non Promoter-Public
RICHA NAHATA	Non Promoter-Public	Non Promoter-Public
KAMLADEVI GAUTAMCHAND LUNKAD	Non Promoter-Public	Non Promoter-Public
JAIN KETAN KANTILAL	Non Promoter-Public	Non Promoter-Public
VIKASKUMAR BHAVARLAL SHAH	Non Promoter-Public	Non Promoter-Public
UPASANA DHOOT	Non Promoter-Public	Non Promoter-Public
SANDEEP SARAF	Non Promoter-Public	Non Promoter-Public
SALONI GHANSHYAM PANSARI	Non Promoter-Public	Non Promoter-Public
JAY GUPTA	Non Promoter-Public	Non Promoter-Public
SEEMA SONTHALIA	Non Promoter-Public	Non Promoter-Public
HARISH MUNDHRA	Non Promoter-Public	Non Promoter-Public
DEEPAK AGARWAL	Non Promoter-Public	Non Promoter-Public

RAJ KUMAR JAIN	Non Promoter-Public	Non Promoter-Public
PRAVEEN NIRMAL JAIN	Non Promoter-Public	Non Promoter-Public
RATANESH KUMAR MANDOWARA	Non Promoter-Public	Non Promoter-Public
RICHA SONTHALIA	Non Promoter-Public	Non Promoter-Public
SANDEEP GUPTA	Non Promoter-Public	Non Promoter-Public
PRATEEK DIWAN	Non Promoter-Public	Non Promoter-Public

21. Valuation and Justification for the allotment proposed to be made for consideration other than cash

The Company is issuing Warrants to Warrant Holder(s)/ Proposed Allottee(s) in Cash, Therefore, requirement of issue of valuation report of the registered valuer for consideration other than cash is not applicable.

22. Lock-in period

The Warrants allotted pursuant to this resolution and the resultant equity shares to be issued and allotted upon exercise of right attached to the Warrants as above shall be subject to a lock-in for such period as per the provisions of Chapter V of the SEBI ICDR Regulations.

23. Practicing Company Secretary's Certificate

The certificate from Ranjit Binod Kejriwal, certifying that the Preferential Issue is being made in accordance with the requirements contained in the SEBI ICDR Regulations shall be made available for inspection by the Members during the meeting and will also be made available on the Company's website and will be accessible at link <https://www.bccl.info/assets/images/certificate-under-163-warrants.pdf>.

24. Other disclosures

- During the period from April 01, 2024 until the date of Notice of this EGM, the Company has not made any Preferential Issue of equity shares.
- The Company is in compliance with the conditions for continuous listing and is eligible to make the Preferential Issue under Chapter V of the SEBI ICDR Regulations.
- Neither the Company nor any of its Directors or Promoters are categorized as wilful defaulter(s) by any bank or financial institution or consortium thereof, in accordance with the guidelines on wilful defaulter(s) issued by the Reserve Bank of India. Further, neither the Company nor any of its Directors or Promoters is a fraudulent borrower as defined under the SEBI ICDR Regulations. Consequently, the disclosures required under Regulation 163(1) (i) of the SEBI ICDR Regulations are not applicable.
- Neither the Company nor any of its Directors and / or Promoters is a fugitive economic offender as defined under the SEBI ICDR Regulations.
- A valuation report from an independent registered valuer has been obtained.
- The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer is not applicable as the allotment of equity shares under the Preferential Issue is for a cash consideration.
- The Proposed Allottees have confirmed that they have not sold or transferred any equity shares of the Company during the 90 trading days preceding the Relevant Date. The Proposed Allottees have further confirmed that they are eligible under SEBI ICDR Regulations to undertake the Preferential Issue.

In accordance with the provisions of Sections 23, 42 and 62 of the Act read with applicable rules thereto and relevant provisions of the SEBI ICDR Regulations, approval of the Members for issue and allotment of the said warrants to the Proposed Allottees is being sought by way of a special resolution as set out in the

said item no. 3 of the Notice. Issue of the equity shares pursuant to the exercise of the rights attached to warrants would be within the authorised share capital of the Company.

The Board of Directors believes that the proposed Preferential Issue is in the best interest of the Company and its Members and, therefore, recommends the resolution at Item No. 3 of the accompanying Notice for approval by the Members of the Company as a Special Resolution.

Documents referred to in the notice/ explanatory statement will be available for inspection by the Members of the Company as per applicable law.

The Board recommends the Special Resolution set out at Item No. 3 of the Notice for approval by the Members.

None of the Directors / Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the resolutions set out at Item Nos. 3 of this Notice except to the extent of their shareholding if any, in the Company.

**For and on behalf of the Board of Directors
BHATIA COLOUR CHEM LIMITED**

Sd/-
Vishwa Ronak Patel
Company Secretary

Registered Office: Plot No. A/2/12, Road No. 1,
Udhana Udyog Nagar Sangh Udhna, Surat, Gujarat,
India, 394210

CIN: L24290GJ2021PLC127878

Website: www.bccl.info, Email-id: cs@bccindia.com,
Tel: 9104294564

Date: November 29, 2024

Place: Surat

B3 Others													
a) Key Managerial Person	-	-	-	-	-	-	-	-	-	-	-	-	-
b) Individuals	5429200	44.37	-	-	5429200	44.37	1881600	7310800	43.95	-	-	7310800	43.95
c) Body Corporate	468800	3.83	-	-	468800	3.83	116800	585600	3.52	-	-	585600	3.52
c)Others (Including NRI, Clearing Members, HUF, LLP)	727000	5.94	-	-	727000	5.94	201600	928600	5.58	-	-	928600	5.58
Total Public Shareholding B=B1+B2+ B3	6625000	54.14	-	-	6625000	54.14	2200000	8825000	53.05	-	-	8825000	53.05
C) Non-Promoter - Non-Public	-	-	-	-	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	12233750	100.00	-	-	12233750	100.00	4400000	16633750	100.00	-	-	16633750	100.00

Notes:

(1) The pre-issue shareholding pattern is prepared based on the latest quarterly shareholding pattern i.e. September 30, 2024.

(2) Assuming the post issue holding of all the other shareholders will remain the same, as it was on the date, on which the Pre-issue shareholding pattern was prepared. Post-preferential allotment shareholding pattern is derived after considering the preferential Allotment of Equity Shares upon conversion of Warrants.

Place: Surat

Date: November 29, 2024

By order of the Board of
Bhatia Colour Chem Limited

SD/-

Vishwa Ronak Patel

Company Secretary & Compliance Officer